

18 October 2012

Manager of Company Announcements  
Australian Securities Exchange  
Exchange Centre  
Level 3  
20 Bridge Street  
Sydney 2000

Dear Sir/Madam,

**Annual General Meeting of Pharmaxis Ltd (“Company”)  
Outcome of Resolutions**

In accordance with ASX Listing Rule 3.13.2, the Company advises the outcomes in respect of the resolutions put to the annual general meeting of the Company held at 2.30 pm on 17 October 2012.

Item 2 relating to the approval of the remuneration report was passed as an ordinary resolution on a show of hands.

Items 3 relating to the reappointment of Mr Richard van den Broek as a director of the Company was passed as an ordinary resolution on a show of hands.

Items 4 relating to the reappointment of Dr Simon Buckingham as a director of the Company was passed as an ordinary resolution on a show of hands.

Item 5 relating to the grant of performance rights to Dr Alan Robertson was passed as an ordinary resolution on a show of hands.

Item 6 relating to the grant of options to Dr Simon Buckingham was passed as an ordinary resolution on a show of hands.

Item 7 relating to the renewal of the proportional takeover provision in the constitution of the Company was passed as an ordinary resolution on a show of hands.

Enclosed with this letter are details of the proxies received in connection with the annual general meeting.

Sincerely,



David McGarvey  
Company Secretary

2) **Remuneration Report**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
166,430,917	7,287,223	1,281,178	998,981

The motion was carried as an ordinary resolution on a show of hands.

3) **Re-election of Mr Richard van den Broek as a Non Executive Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
171,479,271	5,541,303	166,548	948,349

The motion was carried as an ordinary resolution on a show of hands.

4) **Re-election of Dr Simon Buckingham as a Non Executive Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
171,226,080	5,793,746	162,214	953,431

The motion was carried as an ordinary resolution on a show of hands.

5) **Grant of Performance Rights to Dr Alan Robertson**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
167,281,514	7,506,000	805,043	379,012

The motion was carried as an ordinary resolution on a show of hands.

6) **Grant of Options to Dr Simon Buckingham**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
165,270,817	9,520,231	800,809	379,012

The motion was carried as an ordinary resolution on a show of hands.

7) **Renewal of Proportional Takeover Provision in the Constitution of the Company**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
171,300,065	5,515,085	373,057	947,264

The motion was carried as an ordinary resolution on a show of hands.