

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

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| Name of entity PHARMAXIS LTD |
| ABN 75 082 811 630 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

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|----------------------------|----------------------|
| Name of Director | Denis Michael Hanley |
| Date of last notice | 15 November 2005 |

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

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|---|--|
| Direct or indirect interest | Change in direct interest |
| Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | |
| Date of change | 17 November 2005 |
| No. of securities held prior to change | Ordinary shares held directly: 566,664 Ordinary shares held indirectly: 191,333 Options over ordinary shares: 1,040,000 |
| Class | Unlisted options |
| Number acquired | 40,000 options |
| Number disposed | Nil |
| Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small> | Granted under Pharmaxis Employee Option Plan for nil consideration. Value of \$48,608 using a Black Scholes option pricing model as described in Note 16 to the 2005 financial statements. |
| No. of securities held after change | Ordinary shares held directly: 566,664 Ordinary shares held indirectly: 191,333 Options over ordinary shares: 1,080,000 |

+ See chapter 19 for defined terms.

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| <p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>Grant of options under Pharmaxis Employee Option Plan as approved at the annual general meeting of the Company on 15 November 2005 and as advised to the ASX on 5 August 2005 and 17 November 2005.</p> |
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

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|---|-----|
| Detail of contract | N/A |
| Nature of interest | |
| Name of registered holder (if issued securities) | |
| Date of change | |
| <p>No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed</p> | |
| Interest acquired | |
| Interest disposed | |
| <p>Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation</p> | |
| Interest after change | |

+ See chapter 19 for defined terms.