

28 November 2013

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 27 November 2013.

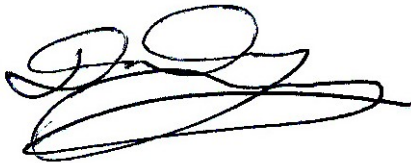
Item 2 relating to the approval of the remuneration report was passed as an ordinary resolution on a show of hands.

Items 3 relating to the reappointment of Mr Malcolm McComas as a director of the Company was passed as an ordinary resolution on a show of hands.

Item 4 relating to the grant of performance rights to Mr Gary Phillips 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:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
43,085,823	8,415,789	47,769,637	1,116,928

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

3) **Re-elect Mr Malcolm McComas as a Non-Executive Director**

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
93,093,208	6,312,013	286,297	1,208,786

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

4) **Grant of Performance Rights to Mr Gary Phillips**

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
90,428,428	8,621,428	303,106	1,135,215

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