

asx announcement

27 November 2008

Manager Companies
Company Announcements Office
Australian Stock Exchange Limited
Level 4, Stock Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

**Results of Annual General meeting
Mesoblast Ltd**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary

Yours faithfully



Kevin Hollingsworth
Company Secretary

**MESOBLAST LIMITED****RESULT OF GENERAL MEETING
(ASX REPORT)**

MSB AGM 2008
Thursday, 27 November, 2008

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):				Direct vote (as at proxy close):		Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	For	Against	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
2 ADOPTION OF REMUNERATION REPORT (VOTE IS ADVISORY ONLY)	20,191,545	10,201,589	1,123,218	47,645	0	0	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3 CONFIRM THAT APPOINTMENT OF MR BRIAN JAMIESON AS A DIRECTOR	30,440,689	13,145	1,082,218	27,945	0	0	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
4 RE-ELECTION OF MICHAEL SPOONER AS A DIRECTOR	23,566,338	6,913,146	1,082,218	2,295	0	0	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
5 RENEWAL OF PROPORTIONAL BID PROVISIONS IN THE CONSTITUTION	30,149,899	36,685	1,362,118	15,295	0	0	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item