

**MATERIAL CHANGE REPORT UNDER**

***SECURITIES ACT (BRITISH COLUMBIA) SECTION 85(1) FORM 53-901.F***  
***SECURITIES ACT (ALBERTA) SECTION 118(1) FORM 27***  
***THE SECURITIES ACT (SASKATCHEWAN) SECTION 84(1) FORM 25***  
***THE SECURITIES ACT (MANITOBA)***  
***SECURITIES ACT (ONTARIO) SECTION 75(2) FORM 27***  
***SECURITIES ACT (QUEBEC) SECTION 73***  
***THE SECURITIES ACT (NEWFOUNDLAND) SECTION 76(2) FORM 26***  
***SECURITIES ACT (NOVA SCOTIA) SECTION 81(2) FORM 27***  
***SECURITY FRAUDS PREVENTION ACT (NEW BRUNSWICK)***  
***SECURITIES ACT (PRINCE EDWARD ISLAND)***

***Item 1. Reporting Issuer***

AnorMED Inc. (“AnorMED”)  
Suite 200, 20353 - 64<sup>th</sup> Avenue  
Langley, British Columbia V2Y 1N5

***Item 2. Date of Material Change***

January 13, 2004

***Item 3. Press Release***

The press release was issued at Langley, B.C. on January 13, 2004 and disseminated via Canada NewsWire.

***Item 4. Summary of Material Change***

AnorMED has expanded the terms of its licensing agreement with Shire Pharmaceuticals Group plc (“Shire”) for lanthanum carbonate (FOSRENOL®). The terms of the new license grant Shire exclusive rights to develop, manufacture, use and sell FOSRENOL worldwide for all potential human indications and veterinary uses.

***Item 5. Full Description of Material Change***

AnorMED has expanded the terms of its licensing agreement with Shire for lanthanum carbonate (FOSRENOL®). The terms of the new license grant Shire exclusive rights to develop, manufacture, use and sell FOSRENOL worldwide for all potential human indications and veterinary uses. Previously, the licensing agreement with Shire granted Shire the worldwide exclusive license to FOSRENOL as an anti-hyperphosphatemia agent.

Under the terms of the agreement, Shire will initiate a new clinical study of FOSRENOL, based on its ability to bind oxalate, as a potential treatment for kidney stones. In consideration for expanding Shire’s rights to FOSRENOL, AnorMED will receive an upfront payment of

approximately US \$180,000, receive a royalty on the sales of FOSRENOL by Shire, and receive a percentage of net-income received by Shire from any veterinary sublicensees.

As in the original licensing agreement, established in February 1996, Shire will continue to assume all responsibilities and costs for the development and commercialization of FOSRENOL. In addition, Shire will reimburse AnorMED for future patent costs and actively participate in the future patent strategy for lanthanum carbonate.

On 28 February 2003, Shire received an approvable letter from the U.S. Food and Drug Administration for FOSRENOL, as a treatment for high phosphate levels in the blood, which occur in patients undergoing dialysis as a result of chronic kidney failure. Shire has also submitted the drug for regulatory review in the European Union and Canada.

AnorMED is a biopharmaceutical company focused on the discovery and development of new small molecule therapeutics for the treatment of cancer, HIV and inflammation, among others. The Company has four clinical products in development and a research program focused on a novel class of compounds that target specific chemokine receptors known to be involved in a variety of diseases.

*Note: Certain of the statements contained herein contain forward-looking statements which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of AnorMED, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. AnorMED does not expect to update forward-looking statements continually as conditions change. Investors are referred to the full disclosure of risk factors associated with AnorMED's business contained in AnorMED's Short Form Prospectus filed with securities regulatory authorities dated December 17, 2003.*

***Item 6. Reliance on Section 85(2) of the Act***

Not applicable.

***Item 7. Omitted Information***

No significant facts remain confidential and no information has been omitted in this report.

***Item 8. Senior Officers***

**Name of Senior Officer:** Mr. W.J. (Bill) Adams  
Chief Financial Officer

**Telephone Number:** (604) 530-1057

***Item 9. Statement of Senior Officer***

The foregoing accurately discloses the material change referred to herein.

DATED at Langley, British Columbia, this 20<sup>th</sup> day of January, 2004.

***“W.J. Adams”***

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Signature

W.J. (Bill) Adams,  
Chief Financial Officer

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Name and Position of Signatory