

30 November 2016

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 29 November 2016.

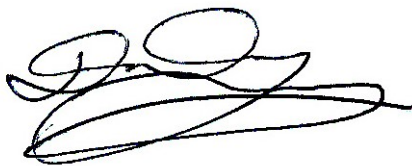
Item 2 relating to the approval of the remuneration report was passed as an ordinary resolution on a show of hands.

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

**Pharmaxis Ltd**  
**Annual General Meeting**  
**Tuesday, 29 November 2016**  
**Voting Results**



The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

| Resolution details                                              |                    | Instructions given to validly appointed proxies<br>(as at proxy close) |                    |                       |           | Number of votes cast on the poll<br>(where applicable) |         |          | Resolution<br>Result     |
|-----------------------------------------------------------------|--------------------|------------------------------------------------------------------------|--------------------|-----------------------|-----------|--------------------------------------------------------|---------|----------|--------------------------|
| Resolution                                                      | Resolution<br>Type | For                                                                    | Against            | Proxy's<br>Discretion | Abstain   | For                                                    | Against | Abstain* | Carried /<br>Not Carried |
| 2 Remuneration Report                                           | Ordinary           | 150,616,995<br>96.32%                                                  | 4,695,817<br>3.01% | 1,045,582<br>0.67%    | 1,396,341 | Carried on a show of hands                             |         |          | Carried                  |
| 3 Re-election of Mr Malcolm McComas as a Non-Executive Director | Ordinary           | 155,003,108<br>96.25%                                                  | 5,288,837<br>3.28% | 753,082<br>0.47%      | 229,834   | Carried on a show of hands                             |         |          | Carried                  |
| 4 Grant of Performance Rights to Mr Gary Phillips               | Ordinary           | 151,173,182<br>96.10%                                                  | 5,102,254<br>3.24% | 1,032,062<br>0.66%    | 1,347,364 | Carried on a show of hands                             |         |          | Carried                  |

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.