

24 October 2008

Manager of Company Announcements  
Australian Stock 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 23 October 2008.

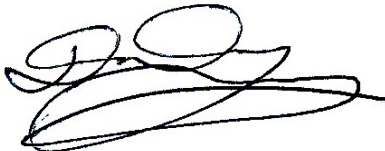
Item 2 relating to the approval of the remuneration report was passed as an ordinary resolution unanimously on a show of hands.

Items 3 and 4 relating to the reappointment of Mr Denis Hanley and Mr William Delaat as directors of the Company were passed as ordinary resolutions unanimously on a show of hands.

Items 5 and 6 relating to the grant of options to directors of the Company were passed as ordinary resolutions 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) **Adopt Remuneration Report for year ended 30/6/2008**

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

For	Against	Abstain	Proxy's discretion
61,259,404	10,297,712	59,086	653,531

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

3) **To re-elect Mr Hanley as a Non Executive Director**

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

For	Against	Abstain	Proxy's discretion
70,210,856	1,386,900	18,446	653,531

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

4) **To re-elect Mr Delaat as a Non Executive Director**

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

For	Against	Abstain	Proxy's discretion
71,490,378	107,378	18,446	653,531

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

5) **Grant of Employee Options to Dr Alan Robertson**

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

For	Against	Abstain	Proxy's discretion
51,184,921	20,164,012	140,315	397,990

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

6) **Grant of Employee Options to Mr Delaat**

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

For	Against	Abstain	Proxy's discretion
51,164,244	20,171,934	153,070	397,990

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