



21 December 2010

**THE MANAGER
COMPANY ANNOUNCEMENT OFFICE
THE AUSTRALIAN SECURITIES EXCHANGE LIMITED**

Dear Sir

**GENERAL MEETING: 21 DECEMBER 2010
CHEMGENEX PHARMACEUTICALS LIMITED**

As required by section 251AA(2) of the Corporations Act and Listing rules 3.13.1 and 3.13.2 the following statistics are provided in respect to each motion on the agenda. In total the Company received valid proxy forms covering 177,402,484 shares representing 62.61 per cent of the total issued shares.

RESOLUTION – Approval of allotment and issue of shares

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

| For | Against | Abstain/ Excluded | Proxy's discretion | Total |
|-------------|----------------|------------------------------|-------------------------------|--------------|
| 177,091,989 | 307,995 | - | 2,500 | 177,402,484 |

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

As such for the purposes of item 7 of section 611 of the Corporations Act and for all other purposes, shareholders have approved the issue to Cephalon International or any Cephalon transferee of up to 30,000,000 shares upon conversion of the convertible note issued on 26 October 2010.

Dated this 21st day of December 2010.

A handwritten signature in black ink, appearing to be "J.A. Campbell", written in a cursive style.

J.A. Campbell
Company Secretary