



4 April 2011

s708A(5)(e) Disclosure Notice – Issue of shares to Cephalon International Holdings, Inc.

ChemGenex Pharmaceuticals Ltd (ASX: CXS) (**ChemGenex**) has issued on 1 April 2011 30 million fully paid ordinary shares (**Shares**) to Cephalon International Holdings, Inc. (**Cephalon**). The Shares were issued to Cephalon on the conversion of 15 million A\$1 convertible notes at A\$0.50 per Share, as outlined in ChemGenex's announcement dated 22 October 2010.

As required by section 708A(6) of the *Corporations Act 2001* (Cth) (**Corporations Act**), ChemGenex notifies ASX that:

- (a) the Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708A(5)(e) of the Corporations Act;
- (c) as at the date of this notice, ChemGenex has complied with:
 - (i) the provisions of chapter 2M of the Corporations Act as they apply to ChemGenex; and
 - (ii) section 674 of the Corporations Act; and
- (d) as at the date of this notice, there is no information that is 'excluded information' (within the meaning of sections 708A(7) and 708A(8) of the Corporations Act).

Signed for and on behalf of ChemGenex:

James Campbell
Company Secretary
ChemGenex Pharmaceuticals Ltd