

## ASX Limited Market Announcements Office

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### Annual General Meeting (“AGM”)

#### Result of Resolutions

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**Melbourne 23 May 2014**, At the AGM of the shareholders of Phosphagenics Limited held in Melbourne today the following resolutions as set out in the Notice of Meeting dated 11 April 2014 were each carried by the required majority on a show of hands for resolutions 1 to 4 and resolutions 6; 7(a); 7(b); 7(c) and 8 with resolution 5 being carried by the required majority on a Poll. In respect to the Poll on resolution 5 a 7.34 per cent of the votes cast was recorded against the adoption of the Remuneration Report – as this percentage is less than the required 25 per cent a ‘first strike’ was not recorded.

As a result, shareholders resolved to:

- Resolution no. 1 – re-elect Mr Harry Rosen a Director of the Company
- Resolution no. 2 – elect Mr Lawrence Gozlan a Director of the Company
- Resolution no. 3 – elect Mr Nathan Drona a Director of the Company
- Resolution no. 4 – elect Dr Geert Cauwenbergh a Director of the Company
- Resolution no. 5 – adopt the Remuneration Report
- Resolution no. 6 – appoint the Melbourne Chartered Accounting firm of PricewaterhouseCoopers as Auditor of the Company
- Resolutions no. 7(a); (b) and (c) – issue options to Directors
- Resolution 8 – approve the limit on Directors’ fees

Attached is a table detailing the results of the voting, by resolution, inclusive of the proxy voting and the Poll result on resolution 5.

In total the Company received 410 valid proxy forms covering 404,988,451 shares representing 39.54 per cent of the number of issued voting shares.

**END**

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### Phosphagenics Limited

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*Phosphagenics Limited – 2014 Annual General Meeting : 23 May 2014*

VALID PROXY VOTES RECEIVED				
RESOLUTIONS	FOR	OPEN	AGAINST	ABSTAIN
<b>As Ordinary Resolutions:</b>				
<b>1</b>	<b>To approve the re-election of Mr Harry Rosen as a Director of the Company</b>			
No. Shares	386,204,374	11,591,624	5,708,848	1,483,605
<b>Carried by : By Show of Hands</b>				
<b>2</b>	<b>To approve the election of Mr Lawrence Gozlan as a Director of the Company</b>			
No. Shares	380,449,908	17,333,343	2,325,762	4,879,438
<b>Carried by : By Show of Hands</b>				
<b>3</b>	<b>To approve the election of Mr Nathan Drona as a Director of the Company</b>			
No. Shares	379,873,250	17,682,246	2,538,517	4,894,438
<b>Carried by : By Show of Hands</b>				
<b>4</b>	<b>To approve the re-election of Dr Geert Cauwenbergh as a Director of the Company</b>			
No. Shares	380,310,081	17,309,843	2,386,742	4,981,785
<b>Carried by : By Show of Hands</b>				
<b>5</b>	<b>To approve the adoption of Remuneration Report</b>			
No. Shares by Proxy Vote	290,185,156	17,330,823	24,445,372	73,027,100
<b>Carried by : By POLL</b>				
	<b>315,860,535</b>	<b>XXXXXXXXXX</b>	<b>25,003,361</b>	
<b>6</b>	<b>To approve the appointment of PricewaterhouseCoopers as Auditor of the Company</b>			
No. Shares	380,784,881	17,162,066	2,112,834	4,928,670
<b>Carried by : By Show of Hands</b>				
<b>7(a)</b>	<b>To approve the issue of options to Directors – Mr Lawrence Gozlan</b>			
No. Shares	354,942,558	14,979,580	27,355,530	7,710,783
<b>Carried by : By Show of Hands</b>				
<b>7(b)</b>	<b>To approve the issue of option to Directors – Mr Nathan Drona</b>			
No. Shares	355,008,619	14,909,580	27,355,530	7,714,722
<b>Carried by : By Show of Hands</b>				
<b>7(c)</b>	<b>To approve the issue of options to Directors – Dr Geert Cauwenbergh</b>			
No. Shares	355,172,324	14,909,580	27,295,530	7,611,017
<b>Carried by : By Show of Hands</b>				
<b>8</b>	<b>To approve the limit on Directors' Fees</b>			
No. Shares	296,450,344	9,065,210	22,021,971	77,450,926
<b>Carried by : By Show of Hands</b>				