



24 November 2011

Manager Companies  
Company Announcements Office  
Australian Stock Exchange Limited  
Level 4, Stock Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

**Results of Annual General meeting  
Mesoblast Ltd**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary

Yours faithfully

**Kevin Hollingsworth**  
Company Secretary

Level 39, 55 Collins Street Melbourne  
Victoria 3000 AUSTRALIA

t +61 3 9639 6036  
f + 61 3 9639 6030  
e [info@mesoblast.com](mailto:info@mesoblast.com)  
w [www.mesoblast.com](http://www.mesoblast.com)  
ACN 109 431 870



# MESOBLAST LIMITED

# RESULT OF GENERAL MEETING (ASX REPORT)

ANNUAL GENERAL MEETING  
Thursday, 24 November, 2011

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
02 TO ADOPT THE REMUNERATION REPORT (ADVISORY ONLY)	138,606,331	1,929,740	218,587	783,936	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3A RE-ELECTION OF DIRECTOR - BRIAN JAMIESON	141,058,270	143,621	280,259	123,685	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3B RE-ELECTION OF DIRECTOR - MICHAEL SPOONER	137,242,148	1,146,209	280,259	2,937,219	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands

\*\* - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item