

28 April 2011

The Manager  
Company Announcements  
ASX Limited  
Level 4 Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam,

### **Results of Shareholder Meetings to approve Strides Proposal**

Ascent Pharmahealth Limited is pleased to announce that each of the resolutions put to shareholders at the following meetings held earlier today has been approved in accordance with the requisite statutory majorities:

1. the Continuing Scheme Shareholders Meeting;
2. the Public Scheme Shareholders Meeting; and
3. the General Meeting.

In accordance with Listing Rule 3.13.2 and section 251AA of the *Corporations Act*, the attached statistics are provided in respect of the resolutions put at each of the above meetings.

Yours sincerely

A handwritten signature in blue ink, appearing to be "S. Blank".

**Stephen L Blank**  
Company Secretary  
Ascent Pharmahealth Limited

### **About Ascent Pharmahealth Limited:**

Ascent Pharmahealth Limited (ASX:APH) sells over 400 health products registered in Australia and Asia. It is one of region's fastest growing and most dynamic pharmaceuticals businesses. Ascent registers, markets, distributes and sells generic pharmaceuticals, consumer skincare and over-the-counter medicines. Key subsidiaries are Ascent Pharmaceuticals, one of Australia's largest generic pharmaceutical companies and Drug Houses of Australia, Singapore's largest generic pharmaceutical Company, which also markets and distributes products in eight Asian countries. The Company listed on the Australian Securities Exchange in June 2004. For more information visit: [www.ascentpharma.com.au](http://www.ascentpharma.com.au)

28 April 2011

The Chairman of the Meeting  
Ascent Pharmahealth Limited  
151-153 Clarendon Street  
South Melbourne Vic 3205

**Poll Report  
Continuing Scheme Meeting**

I, David Squires, of Computershare Investor Services Pty Limited being the Returning Officer appointed by you in connection with voting by poll upon the resolution set out below at the Continuing Scheme Meeting of Shareholders of Ascent Pharmahealth Limited held at the Westin Hotel, 205 Collins Street, Melbourne, Victoria on Thursday 28 April 2011 at 9:30am report as follows:

**Resolution –**

*‘That, for the purposes of section 411 of the Corporations Act 2011 (Cth) and all other purposes, the Scheme of Arrangement proposed to be made between Ascent Pharmahealth Limited and Scheme Shareholders, the terms of which are contained and more particularly described in the Scheme Booklet (of which this Notice forms part), is agreed to with or without modification as approved by the Supreme Court of Victoria.’*

**Resolution – votes cast**

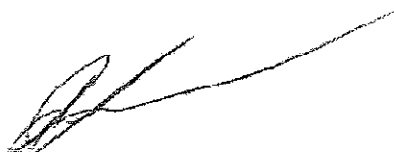
Number of votes cast by holders ‘in favour’ of the resolution	9,557,227
Number of votes cast by holders ‘against’ the resolution	0
The total number of votes cast on the resolution	9,557,227
Votes in favour of the resolution as a percentage of the total number of votes cast on the resolution	100%
The number of abstain votes on the resolution	0

**Resolution - number of Shareholders voting**

Number of shareholders voting ‘in favour’ of the resolution	2
Number of shareholders voting ‘against’ the resolution	0
Total number of shareholders voting on the resolution	2
Number of shareholders voting in favour of the resolution as a percentage of the total number of shareholders voting on the resolution	100%

The total number of shareholders who voted both “in favour” and “against” the resolution and not included in the above “shareholders voting in favour” and “shareholders voting against” figures	0
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The resolution was passed by in excess of 50% of the Shareholders who voted in person or by proxy and representing in excess of 75% of the total number of votes cast by Shareholders who voted either in person or by proxy.



David Squires  
Returning Officer  
Computershare Investor Services Pty Limited

**ASCENT PHARMAHEALTH LIMITED  
CONTINUING SCHEME MEETING**

**Proxy Summary  
Thursday, 28 April 2011**

- 1) *'That, for the purposes of section 411 of the Corporations Act 2011 (Cth) and all other purposes, the Scheme of Arrangement proposed to be made between Ascent Pharmahealth Limited and Scheme Shareholders, the terms of which are contained and more particularly described in the Scheme Booklet (of which this Notice forms part), is agreed to with or without modification as approved by the Supreme Court of Victoria.'*

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
9,557,227	0	0	0

The motion was carried as a special resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
9,557,227	0	0

28 April 2011

The Chairman of the Meeting  
 Ascent Pharmahealth Limited  
 151-153 Clarendon Street  
 South Melbourne Vic 3205

**Poll Report  
 Public Scheme Meeting**

I, David Squires, of Computershare Investor Services Pty Limited being the Returning Officer appointed by you in connection with voting by poll upon the resolution set out below at the Public Scheme Meeting of Shareholders of Ascent Pharmahealth Limited held at the Westin Hotel, 205 Collins Street, Melbourne, Victoria on Thursday 28 April 2011 at 10:00am report as follows:

**Resolution –**

*'That, for the purposes of section 411 of the Corporations Act 2001 (Cth) and all other purposes, the scheme of arrangement proposed to be made between Ascent Pharmahealth Limited and Scheme Shareholders, the terms of which are contained and more particularly described in the Scheme Booklet (of which this Notice forms part), is agreed to with or without modification as approved by the Supreme Court of Victoria.'*

**Resolution – votes cast**

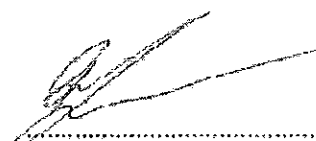
Number of votes cast by holders 'in favour' of the resolution	43,096,842
Votes in favour of the resolution as a percentage of the total number of votes cast on the resolution	86.21%
Number of votes cast by holders 'against' the resolution	6,893,168
Votes in against of the resolution as a percentage of the total number of votes cast on the resolution	13.79%
The total number of votes cast on the resolution	49,990,010
The number of abstain votes on the resolution	15,162

**Resolution - number of Shareholders voting**

Number of shareholders voting 'in favour' of the resolution	239
Number of shareholders voting 'against' the resolution	50
Total number of shareholders voting on the resolution	289
Number of shareholders voting in favour of the resolution as a percentage of the total number of shareholders voting on the resolution	82.70%

The total number of shareholders who voted both "in favour" and "against" the resolution and not included in the above "shareholders voting in favour" and "shareholders voting against" figures	0
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The resolution was passed by in excess of 50% of the Shareholders who voted in person or by proxy and representing in excess of 75% of the total number of votes cast by Shareholders who voted either in person or by proxy.



David Squires  
 Returning Officer  
 Computershare Investor Services Pty Limited

ASCENT PHARMAHEALTH LIMITED  
PUBLIC SCHEME MEETING

Proxy Summary  
Thursday, 28 April 2011

- 1) *'That, for the purposes of section 411 of the Corporations Act 2001 (Cth) and all other purposes, the scheme of arrangement proposed to be made between Ascent Pharmahealth Limited and Scheme Shareholders, the terms of which are contained and more particularly described in the Scheme Booklet (of which this Notice forms part), is agreed to with or without modification as approved by the Supreme Court of Victoria.'*

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

For	Against	Abstain	Proxy's discretion
40,548,695	6,893,168	15,162	1,539,813

The motion was carried as a special resolution on a poll the details of which are:

For	Against	Abstain
43,096,842	6,893,168	15,162

28 April 2011

The Chairman  
Ascent Pharmahealth Limited  
151-153 Clarendon Street  
South Melbourne Vic 3205

**Poll Report**

I, the Returning Officer appointed by you in connection with the voting by poll on the motion set out below at the General Meeting of the Members of Ascent Pharmahealth Limited held at the Westin Hotel, 205 Collins Street, Melbourne, Victoria on Thursday 28 April 2011 at 10:30am, report as follows:

**1 Financial Assistance Resolution (as set out in Annexure F to the Scheme Booklet)**

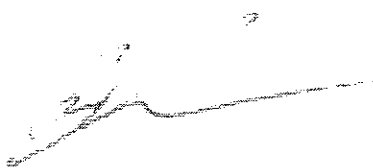
	Number	%
Votes cast 'FOR' the motion	37,776,853	84.16
Votes cast 'AGAINST' the motion	<u>7,110,297</u>	<u>15.84</u>
<b>TOTAL VOTES CAST</b>	<b><u>44,887,150</u></b>	<b><u>100.00</u></b>
Votes "Abstained"	9,869,448	

The resolution was carried as a special resolution.

**2 Related Party Benefit Resolution (as set out in Annexure F to the Scheme Booklet)**

	Number	%
Votes cast 'FOR' the motion	37,723,948	84.04
Votes cast 'AGAINST' the motion	<u>7,161,702</u>	<u>15.96</u>
<b>TOTAL VOTES CAST</b>	<b><u>44,885,650</u></b>	<b><u>100.00</u></b>
Votes "Abstained"	9,870,948	

The resolution was carried as an ordinary resolution.



David Squires  
Returning Officer

**ASCENT PHARMAHEALTH LIMITED  
GENERAL MEETING**

**Proxy Summary  
Thursday, 28 April 2011**

**1) *Financial Assistance Resolution (as set out in Annexure F to the Scheme Booklet)***

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
29,175,678	7,110,297	9,869,448	2,046,417

The motion was carried as a special resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
37,776,853	7,110,297	9,869,448

**2) *Related Party Benefit Resolution (as set out in Annexure F to the Scheme Booklet)***

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
29,053,773	7,161,702	9,870,948	2,115,417

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
37,723,948	7,161,702	9,870,948