

MINUTES OF THE MEETING OF THE 2nd ANNUAL GENERAL MEETING OF CYCLOPHARM LIMITED, HELD AT 11.30am, ON TUESDAY, 1 MAY 2008, AT ST KILDA ROAD TOWERS, 1 QUEENS ROAD, MELBOURNE.

PRESENT: Mr Vanda Gould (Non-Executive Chairman)
Mr John Sharman (Managing Director)
Mr David Heaney (Non-Executive Director)
Mr Henry Townsing (Non-Executive Director)

IN ATTENDANCE: As per attendance register.

CHAIR: Mr Gould assumed the chair.

QUORUM: Chairman declared a quorum present and the meeting open.
The Chairman introduced fellow directors Mr John Sharman, Mr David Heaney and Mr Henry Townsing.
Chairman offered a welcome to Professor Nabil Morcos, Cyclopharm's Chief Operating Officer and Mr Greg Ralph, Auditor to the Company and Mr William Richardson, Cyclopharm's Company Secretary.

DOCUMENTS TABLED: Chairman tabled the Financial Statements, Independent Auditor's Report, and Directors' Report, Remuneration Report, Auditor's Independence Declaration, Directors' Declaration and the Member's minute book.

PROXIES: Chairman announced that the proxies have been received and recorded. A summary of the proxies follow:

	For*	Against	Abstain	Total
Resolution 1	65,461,653	56,814	5,000	65,523,467
Resolution 2	46,683,828	-	18,839,639	65,523,467
Resolution 3	65,468,961	28,819	25,687	65,523,467

*Includes Open Useable Proxies that have instructed the Chairman to vote on their behalf and have been voted in favour of the resolution.

CHAIRMAN'S REPORT: Chairman commented on management's concentrated efforts to identify strategic locations and relationships to establish our PET Pharmacies.

He commented that it was pleasing that management had identified a strategic partner in Macquarie-Dalcross Private Hospital, North Ryde, Sydney and that construction had commenced. He commented that a site in Kensington, Victoria had been purchased which was in close proximity to major Melbourne hospitals.

Chairman advised that as Cyclopharm progressed closer to radiopharmaceutical production, Mr Sharman and the Board agreed a person with radiopharmaceutical production experience would be an ideal person to take the business forward. The Board expected to make an announcement of a new Managing Director soon.

Chairman noted that the application for US FDA approval had been pursued for

over a decade and finally appeared within reach.

NOTICE OF ANNUAL GENERAL MEETING:

Chairman proposed that the Notice of Annual General Meeting be adopted. The motion was carried on a show of hands.

FINANCIAL STATEMENTS:

Chairman proposed that the financial statements be adopted. Seconded by Mr Don Cameron, the motion was carried on a show of hands that the Financial Statements of the Company and its controlled entities for the year ended 31 December 2007 and the Reports by the Directors and Auditors thereon be adopted.

REMUNERATION REPORT:

To consider and if thought fit, to pass the following non binding resolution:
That the Remuneration Report for the financial year ended 31 December 2007 be adopted.
Proposed by the Chairman and seconded by Mr Ian Benskin, the motion was carried on a show of hands.

ELECTION OF DIRECTOR:

Mr Heaney assumed the Chair of the meeting.

Election of Mr Vanda Russell Gould

Proposed by Mr Heaney and seconded by Mr Ian Benskin, the motion was carried on a show of hands that Mr Vanda Russell Gould be elected as a director of the Company.

Mr Gould took the Chair of the meeting.

DIVIDEND REINVESTMENT PLAN:

To consider and if thought fit, to pass the following resolution as a special resolution:
That the Cyclopharm Dividend Reinvestment Plan (Plan) tabled by the Chairman be approved for all purposes.
Proposed by the Chairman and seconded by Mr Ian Benskin, the motion was carried on a show of hands that the Dividend Reinvestment Plan be approved.

OTHER BUSINESS:

No further business was brought forward and the formal part of the AGM concluded.

QUESTIONS:

The Chairman invited questions from the floor.

What is the Company's dividend policy?

The Company will have the capacity to pay a dividend from current year profits and the Directors are currently considering the Company's dividend policy and have deferred the decision until later in the year.

How does Technegas compare to competing modalities?

Lung imaging using aerosols and Technegas has been the traditional modalities for the detection of pulmonary embolism. Recently, Computed Tomography (CT) has increased its market share and provided competition to Technegas. However, many studies have shown that use of CT exposes patients to excessive amounts of radiation which can increase the risk of breast cancer, and other cancers especially in women. Many academics and physicians are reevaluating their use of CT.

What is the risk to the PET business?

Positron Emission Tomography (PET) is widely accepted as a key tool for physicians to differentiate between their patients healthy and diseased tissue. PET is a basic standard of care in the United States and Europe and it is logical that Australia will follow the trend. The risk is in the timing of the government's expansion of the Medicare rebates for the use of PET.

COMMENTARY:

The Chairman then handed over the presentation to Managing Director, Mr John Sharman. The Managing Directors Presentation is available as an ASX company announcement and on the Company's website.

Slide 6

Mr Sharman commented on the Company's small but strong balance sheet and cash flows. The molecular imaging division was progressing well but hospital bureaucracy and planning approvals had delayed site selection. Technegas had a record sales year in 2007 and the product confirmed its presence as a key lung imaging agent.

Slide 7

Mr Sharman reiterated the Company's mission to become the leading nuclear medicine company in the region.

Slide 8

Mr Sharman commented on the benefits of nuclear medicine to detect and monitor various disease states for oncology, cardiology and neurology.

Slide 9

Mr Sharman noted nuclear medicine is experiencing significant growth driven by PET. PET allows physicians to differentiate between healthy and diseased tissue improving patient care.

Slide 10

Mr Sharman advised the Company had commenced construction of the first PET Central Pharmacy at Macquarie-Dalcross Private Hospital. The Macquarie site would be linked to a teaching hospital and would therefore be involved in research. Designs for a purpose built, production only facility were being completed for the site in Kensington, Victoria.

Slide 13

Mr Sharman discussed the development of PET/CT machines and the impact on the potential market size for PET radiopharmaceuticals. Mr Sharman also commented on an industry submission to the Government to expand the number of rebateable indications.

Slide 14

Mr Sharman discussed the history of approved indications for rebate and noted the potential for major change in the landscape moving forward.

Slide 15

Year ended 31 December 2007: Sales increased to a record \$11.1m, NPAT was \$1.1m EPS impacted by delays in regulatory approvals in Italy, the expensing of costs establishing the molecular imaging division, certain one off costs and higher costs of operating as a listed company.

Slide 16

Mr Sharman discussed Cyclopharm's strong balance sheet and conservative gearing.

Slide 17

Mr Sharman discussed the continuing sale growth of Technegas products.

Slide 18

France Germany and other European countries recorded strong revenues.

Slide 19

Canada recorded strong growth of 38% and further growth of 30% is expected.

Slide 21

The Technegas division continues to grow but was impacted by one off costs associated with product launch and regulatory approval. In 2006, Cyclopharm was also a private company.

Slide 24

Cyclopharm continues to generate strong cash flows.

Slide 25

EBIT for the 3 months ended 31 March 2008 was \$192,000 (2006: Loss: \$391,000).

Slide 26

Another record sales year is expected, strong positive cash flows and an EBIT forecast of \$2+ million.

Slide 27

Submission of NDA scheduled for June 2008 and approval expected during 2009.

Slide 28

Medical reimbursement for Italy received in December 2007 and significant sales growth expected in 2008. Significant growth expected from Russia.

Slide 31

Mr Sharman has decided to step aside as Managing Director and the Board intends to formerly announce a new Managing Director with radiopharmaceutical experience soon.

Slide 32

Conclusion: Focus on NDA to sell in United States. Construction of PET

Pharmacy in North Ryde has commenced. Another record sales year expected.
New Managing Director expected to commence in 2008.

CLOSURE: There being no further business the meeting closed at 12.30pm.

SIGNED AS A TRUE AND CORRECT RECORD

CHAIRMAN