

DIVERSA

GROUP

28 November 2013

ASX MARKET RELEASE

Annual General Meeting

In accordance with ASX listing rule 3.13.2 and Section 251AA of the Corporations Act, Diversa Limited (the 'Company') advises of the outcome of the resolutions put to shareholders at the Annual General Meeting convened today, Thursday 28 November 2013.

The business considered at the AGM was as follows:

Item 1 - Accounts and Reports

To receive and consider the Annual Report and the financial statements of the Company and its controlled entities for the financial year ended 30 June 2013 together with the related Directors' Report, Directors' Declaration and Auditor's Report.

Resolution 1 - Remuneration Report

'That the Remuneration Report for the year ended 30 June 2013 is approved for the purposes of the Corporations Act.'

Resolution 2 - Re-election of Mr Stephen Bizzell as Director

'That Mr Stephen Bizzell who, in accordance with Listing Rule 14.4 and rule 16.1 of the Company's Constitution retires by rotation and being eligible, offers himself for re-election, be re-elected as a Director.'

Resolution 3 - Election of Mr Garry Crole as Director

'That, for the purposes of with Listing Rule 14.4 and rule 13.2 of the Company's Constitution and for all other purposes Mr Garry Crole, who was appointed to the Board following the last annual general meeting of the Company, and being eligible, be elected as a Director of the Company.'

Resolution 4 - Approval of additional capacity to Issue Shares under Listing Rule 7.1A

'For the purposes of ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the Company having the additional capacity to issue equity securities under Listing Rule 7.1A, on the terms and conditions set out in the Explanatory Memorandum.'

Resolution 5 - Ratification and approval of previous issue of Shares under the Share Placement

'That for the purposes of Listing Rule 7.4 and for all other purposes, approval be given for the issue of up to 33,133,334 shares at an issue price of \$0.03 per share, issued under a placement to professional and sophisticated investors as detailed in the Explanatory Memorandum.'

Resolution 6 - Participation of Stephen Bizzell or his associates in the issue of Shares

'That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval be given for the issue of up to 6,666,667 Shares to Stephen Bizzell, his associates or his nominees.'

Resolution 7 - Participation of Stuart Korchinski or his associates in the issue of Shares

'That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval be given for the issue of up to 666,666 Shares to Stuart Korchinski, his associates or his nominees.'

Diversa Limited ABN 60 079 201 835

Level 9, 1 Eagle Street, Brisbane QLD 4000

T 07 3212 9250 F 07 3221 1101 E mail@diversa.com.au W www.diversa.com.au

Resolution 8 - Participation of Matthew Morgan or his associates in the issue of Shares

'That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval be given for the issue of up to 500,000 Shares to Matthew Morgan, his associates or his nominees.'

Resolution 9 - Participation of Garry Crole or his associates in the issue of Shares

'That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval be given for the issue of up to 700,000 Shares to Garry Crole, his associates or his nominees.'

Resolution 10 - Approval to Issue Shares to Directors under the Executive Officer Share Plan

'That, for the purposes of Listing Rule 10.14 and for all other purposes, the Company be authorised to issue up to an additional 5,000,000 fully paid ordinary Shares to Directors of the Company under the Company's Executive Officer Share Plan, in lieu of Directors' fees that would otherwise be payable in cash, during the balance of the three year period commencing from the date of the Company's 2012 annual general meeting.'

All resolutions were passed on a show of hands.

Proxy votes were received from 85 shareholders. In respect of each resolution, the total number of proxy votes exercisable by all proxies validly appointed and the total number of proxy votes in respect of which the appointments specified that:

1. The proxy was to vote for the resolution;
2. The proxy was able to vote at the proxy's discretion;
3. The proxy was to vote against the resolution; and
4. The proxy was to abstain on the resolution or were excluded from voting

are set out below:

	For	Open	Against	Abstain/ Excluded
Resolution 1	26,702,470	765,509	260,911	128,677,663
Resolution 2	142,412,880	765,509	28,089	13,200,075
Resolution 3	142,403,721	765,509	37,348	13,200,075
Resolution 4	140,542,349	2,592,643	73,025	13,198,536
Resolution 5	141,029,919	598,942	44,095	14,733,697
Resolution 6	51,444,952	915,703	112,960	103,932,938
Resolution 7	133,476,620	96,249	114,217	22,719,467
Resolution 8	135,857,594	915,703	113,773	19,519,483
Resolution 9	138,257,951	915,703	113,773	17,119,126
Resolution 10	32,623,885	96,249	112,928	123,573,491

For further information please contact:

Angus Craig, Diversa Group, 07 3212 9250 or mail@diversa.com

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