

DIVERSA

GROUP

16 June 2015

Entitlement offer cleansing notice under section 708AA(2)(f) Corporations Act

Diversa Limited ACN 079 201 835 (**Diversa** or **Company**) (ASX:DVA) announced today that it will undertake a 1 for 10 pro rata non-renounceable entitlement offer of fully paid ordinary shares in Diversa at an issue price of \$0.44 (**New Shares**) to raise approximately \$2.36 million (**Entitlement Offer**).

The Entitlement Offer is fully underwritten by Wilson HTM Corporate Finance Ltd (**Underwriter**).

Diversa will offer the New Shares for issue without disclosure to investors under section 708AA(2)(f) *Corporations Act 2001* (Cth) (**Corporations Act**) as notionally modified by ASIC Class Order 08/35 (**CO 08/35**).

Further details of the Entitlement Offer are set out in the Investor Presentation that has been lodged with ASX today and the Information Booklet that has been lodged with ASX today and that the Company expects to release and dispatch to eligible shareholders on or about 25 June 2015.

Details of the securities issued

Class of securities:	Ordinary shares
ASX Code of the securities:	DVA
Date of the issue or expected issue of the securities:	13 July 2015
Total number of securities expected to be issued (subject to rounding of fractional entitlements):	5,365,798 New Shares

For the purposes of section 708AA(7) Corporations Act, Diversa advises that:

- 1 the New Shares will be issued without disclosure under Part 6D.2 Corporations Act as notionally modified by CO 08/35;
- 2 this notice is given under section 708AA(2)(f) Corporations Act as notionally modified by CO 08/35;
- 3 as at the date of this notice, Diversa has complied with the provisions of:
 - (a) Chapter 2M Corporations Act as they apply to Diversa; and
 - (b) section 674 Corporations Act;
- 4 as at the date of this notice, there is no excluded information for the purposes of sections 708AA(8) and 708AA(9) Corporations Act as notionally modified by CO 08/35; and

- 5 the issue of New Shares under the Entitlement Offer is not expected to have any material effect or consequence on the control of Diversa, but is dependent on a number of factors including investor demand. However, given the size of the Entitlement Offer, the structure of the Entitlement Offer as a pro rata offer, and the underwriting of the Entitlement Offer, the potential effect that the issue of the New Shares will have on the control of Diversa is as follows:
- (a) if all eligible shareholders take up their Entitlement for New Shares under the Entitlement Offer, the Entitlement Offer will have negligible effect on the control of Diversa;
 - (b) to the extent that any eligible shareholder fails to take up their Entitlement for New Shares under the Entitlement Offer, that eligible shareholder's percentage holdings in Diversa will be diluted by those other eligible shareholders who take up some, all or more than their Entitlement. In addition, the voting power of ineligible shareholders will be diluted; and
 - (c) although the issue of New Shares which are not taken up by eligible shareholders under the Entitlement Offer may increase the voting power of the Underwriter, it is not expected to have any material effect on the control of Diversa.

Further details regarding the Entitlement Offer are set out in the Investor Presentation.

Signed for and on behalf of Diversa:



Angus Craig
Company Secretary