

Via ASX Online**ASX ANNOUNCEMENT – Thursday 15 February 2024**

ASX Market Announcements Office

ASX Limited

Court approves Scheme

Diverger Limited (ASX: DVR) (**Diverger** or the **Company**) is pleased to announce that the Federal Court of Australia (**Court**) has today made orders approving the scheme of arrangement between Diverger and its shareholders under which Count Limited will acquire 100% of the shares in Diverger (**Scheme**), as referred to in the Explanatory Booklet released by the Company to ASX on 14 December 2023 (**Explanatory Booklet**). Defined terms in this announcement have the meanings given to them in the Explanatory Booklet.

It is expected that an office copy of the Court's orders will be lodged with the Australian Securities and Investments Commission on Friday, 16 February 2024, at which time the Scheme will become legally effective. If this occurs, Diverger shares will be suspended from trading on ASX effective from close of trading on Friday, 16 February 2024.

Remaining Dates

Time (Sydney) and date	Event
Friday, 16 February 2024	Lodgement by Diverger with ASIC of the office copy of the Court orders approving the Scheme.
4.00pm on Friday, 16 February 2024	Suspension of trading in Diverger shares on ASX.
Monday, 19 February 2024	Commencement of trading of Count Consideration Shares on ASX on a conditional and deferred settlement basis.
7.00pm on Tuesday, 20 February 2024	Time and date for determining entitlements to the Permitted Dividend.
7.00pm on Friday, 23 February 2024	Time and date for determining entitlements to Scheme Consideration.
Friday, 1 March 2024	Implementation Date - payment of Cash Consideration and provision of Count Consideration Shares to relevant Scheme Shareholders. Payment date of Permitted Dividend.
Monday, 4 March 2024	Commencement of trading of Count Consideration Shares on ASX on a normal settlement basis.

- ENDS -**This announcement has been authorised for release by the Board of Diverger Limited.**For all enquiries, please contact Diverger at 1300 655 695 and info@diverger.com.au**More
possibilities**