



Cleansing document - Promisia Integrative Limited

24 November 2016

NOTICE PURSUANT TO CLAUSE 20(1)(a) OF SCHEDULE 8 TO THE FINANCIAL MARKETS CONDUCT REGULATIONS 2014

1. Promisia Integrative Limited ('PIL') intends to undertake a pro rata 1 for 10 rights issue of ordinary shares to eligible shareholders ('Offer').
2. The Offer is being made to investors in reliance upon the exclusion in clause 19 of Schedule 1 to the Financial Markets Conduct Act 2013.
3. This notice is provided under sub clause 20(1)(a) of schedule 8 to the Financial Markets Conduct Regulations 2014 ('Regulations').
4. As at the date of this notice, PIL is in compliance with the continuous disclosure obligations that apply to it in relation to ordinary shares in PIL.
5. As at the date of this notice, PIL is in compliance with its financial reporting obligations (as defined in sub clause 20(5) of Schedule 8 to the Regulations).
6. As at the date of this notice, there is no information in relation to PIL that is 'excluded information' (as defined in sub clause 20(5) of Schedule 8 to the Regulations)..
7. The potential effects that the Offer and subsequent acquisition of new shares by investors will have on the 'control' (within the meaning of clause 48 of Schedule 1 to the Financial Markets Conduct Act 2013) of PIL and the consequences of those effects are as follows:
 - a. As at the date of this notice, no shareholder or group of shareholders have effective control of PIL with all such shareholdings representing less than 10% of all shares on issue.
 - b. If all eligible shareholders take up their pro rata entitlements to new shares under the Offer, each eligible shareholder's percentage shareholding in PIL will remain the same, and there will not be any change to the control of PIL.
 - c. For shareholders who choose not to participate, and shareholders with registered addresses outside of New Zealand who are not eligible to participate in the Offer, their respective shareholdings will be diluted by 9.1% as a result of the issue of new shares. However, it is not anticipated that any resulting dilution would have a material effect on the control of PIL. PIL will be entitled to allocate non-participating shareholder's entitlements to other willing parties via the oversubscription facility under the Offer.

- d. Accordingly, the Offers are not expected to have any material effect or consequence on the control of PIL.
8. The financial products being offered under the Offer are not debt securities that have a different redemption date or interest rate from that of the quoted financial products, and as such clause 20(2)(g) of schedule 8 to the Regulations does not apply to this cleansing notice.

ENDS

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About Promisia

Promisia is a company focused on developing and marketing unique therapeutic natural products with proven safety and efficacy from robust data. Its goal is to add scientific methodology and validity to an industry that is often perceived as unscientific.

In late 2010 the company commenced development of the product known as Arthrem™ as a non-pharmaceutical remedy for treating the symptoms of arthritis. In the subsequent two years the company has been undertaking supporting research and building up its staff and business resources appropriate to the opportunity it now has before it.

See: www.promisia.com and www.nzx.com/companies/PIL

About Arthrem™

Arthrem™ is a dietary supplement for joint support. It helps maintain normal healthy function, flexibility and mobility in stiff, and worn or damaged joints.

The key ingredient to Arthrem™ is a unique extract of the traditional medicinal plant *Artemisia annua*. A specialised horticulture and chemical free extraction harness the full spectrum of the plant's beneficial phytonutrients, providing an all-natural extract.

Purchase Arthrem™ online or at over 800 pharmacies throughout New Zealand. Join thousands of people who have discovered the benefits of Arthrem™ joint support.

See: <http://arthrem.co.nz/> or <http://arthrem.com/>