

## FORM 6-K

REPORT OF FOREIGN ISSUER  
Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934

For the month of July 2007

Commission File Number 000-51122

### pSivida Limited

(Translation of registrant's name into English)

Level 12 BGC Centre  
28 The Esplanade  
Perth WA 6000  
Australia

(Address of principal executive offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F).

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- \_\_\_\_.

**The document attached as Exhibit 99.1 to this Report on Form 6-K is hereby incorporated by reference herein and into the following registration statements: (i) the Registrant's Registration Statement on Form F-3, Registration No. 333-132776; (ii) the Registrant's Registration Statement on Form F-3, Registration No. 333-132777; (iii) the Registrant's Registration Statement on Form F-3, Registration No. 333-135428; (iv) the Registrant's Registration Statement on Form F-3, Registration No. 333-141083; (v) the Registrant's Registration Statement on Form F-3, Registration No. 333-141091; and (vi) the Registrant's Registration Statement on Form F-3, Registration No. 333-143225.**

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant, pSivida Limited, has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: July 31, 2007

**PSIVIDA LIMITED**

By: /s/ Michael J. Soja

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Michael J. Soja  
Vice President, Finance and Chief Financial Officer

**EXHIBIT INDEX**

**EXHIBIT 99.1: Appendix 4C - Quarterly report for entities admitted on the basis of commitments**

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# Appendix 4C

## Quarterly report for entities admitted on the basis of commitments

Introduced 31/3/2000. Amended 30/9/2001, 24/10/2005

Name of entity

pSivida Limited

ABN  
78 009 232 026

Quarter ended ("current quarter")  
30 June 2007

### Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter	Year to date (12 months)
		\$A'000	\$A'000
1.1	Receipts from customers	29	1,843
1.2	Payments for		
	(a) staff costs	(729)	(4,705)
	(b) advertising and marketing	-	-
	(c) research and development	(1,927)	(11,123)
	(d) leased assets	-	-
	(e) other working capital	(2,342)	(11,404)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	131	314
1.5	Interest and other costs of finance paid	(468)	(1,182)
1.6	Income taxes paid	-	-
1.7	Other	-	5
<b>Net operating cash flows</b>		<b>(5,306)</b>	<b>(26,252)</b>

+ See chapter 19 for defined terms.

24/10/2005

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	Current quarter	Year to date (12 months)
	\$A'000	\$A'000
1.8 Net operating cash flows (carried forward)	-	-
<b>Cash flows related to investing activities</b>		
1.9 Payment for acquisition of:		
(a) businesses (item 5)	-	-
(b) equity investments	-	-
(c) intellectual property	-	-
(d) physical non-current assets	(3)	(99)
(e) other non-current assets	-	-
1.10 Proceeds from disposal of:		
(a) businesses (item 5)	1,912	1,912
(b) equity investments	-	-
(c) intellectual property	-	-
(d) physical non-current assets	-	-
(e) other non-current assets	-	-
1.11 Loans to other entities	-	-
1.12 Loans repaid by other entities	-	-
1.13 Other	-	-
<b>Net investing cash flows</b>	<b>1,909</b>	<b>1,813</b>
<b>1.14 Total operating and investing cash flows</b>	<b>(3,397)</b>	<b>(24,439)</b>
<b>Cash flows related to financing activities</b>		
1.15 Proceeds from issues of shares, options, etc.	17,746	33,071
1.16 Proceeds from sale of forfeited shares	-	-
1.17 Proceeds from borrowings	-	8,586
1.18 Repayment of borrowings	(16,065)	(19,367)
1.19 Dividends paid	-	-
1.20 Other		
- other financing costs	(1,522)	(7,693)
- share issue costs	(976)	(1,859)
<b>Net financing cash flows</b>	<b>(817)</b>	<b>12,738</b>
<b>Net increase (decrease) in cash held</b>	<b>(4,214)</b>	<b>(11,701)</b>
1.21 Cash at beginning of quarter/year to date	7,397	15,447
1.22 Exchange rate adjustments to item 1.20	(37)	(600)
<b>1.23 Cash at end of quarter</b>	<b>3,146</b>	<b>3,146</b>

+ See chapter 19 for defined terms.

**Payments to directors of the entity and associates of the directors**

**Payments to related entities of the entity and associates of the related entities**

		Current quarter \$A'000
1.24	Aggregate amount of payments to the parties included in item 1.2	186
1.25	Aggregate amount of loans to the parties included in item 1.11	-
1.26	Explanation necessary for an understanding of the transactions	
1.1	1.2(a) Staff costs include consultants and directors' fees paid by pSivida.	
1.2(c)	Research and development costs include all expenditure incurred by pSiMedica and pSiOncology along with research and development costs incurred by pSivida Inc.	

**Non-cash financing and investing activities**

2.1	Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows
	N/A
2.2	Details of outlays made by other entities to establish or increase their share in businesses in which the reporting entity has an interest
	N/A

**Financing facilities available**

*Add notes as necessary for an understanding of the position. (See AASB 107 paragraph 50(a)).*

		Amount available \$A'000	Amount used \$A'000
3.1	Loan facilities	-	-
3.2	Credit standby arrangements	-	-

+ See chapter 19 for defined terms.

**Reconciliation of cash**

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.		Current quarter \$A'000	Previous quarter \$A'000
4.1	Cash on hand and at bank	1,460	4,597
4.2	Deposits at call	1,686	2,800
4.3	Bank overdraft	-	-
4.4	Other (provide details)	-	-
<b>Total: cash at end of quarter (item 1.23)</b>		<b>3,146</b>	<b>7,397</b>

**Acquisitions and disposals of business entities**

	Acquisitions (Item 1.9(a)) \$A'000	Disposals (Item 1.10(a)) \$A'000
5.1 Name of entity	N/A	AION Diagnostics, Inc.
5.2 Place of incorporation or registration		U.S.
5.3 Consideration for acquisition or disposal		4,266
5.4 Total net assets		(578)
5.5 Nature of business		Diagnostics      Application Development

+ See chapter 19 for defined terms.

## Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act (except to the extent that information is not required because of note 2) or other standards acceptable to ASX.
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here: .....Date: 31 July 2007  
(Company secretary)

Print name: Aaron Finlay

## Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
2. The definitions in, and provisions of, *AASB 107: Cash Flow Statements* apply to this report except for the paragraphs of the Standard set out below.
  - 20.1 - reconciliation of cash flows arising from operating activities to operating profit or loss
  - 40(b),(d) - itemised disclosures relating to acquisitions and disposals
  - 46 - policy for classification of cash items
  - 48 - disclosure of restrictions on use of cash
3. **Accounting Standards.** ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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