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ASX announcement

Disclosure Under ASX Listing Rules 3.10.5A and 7.1A.4(b)

Atlanta, Georgia, USA, 21 August 2018: Visioneering Technologies, Inc. (ASX: VTI), a US-based medical device company (**Visioneering or Company**) engaged in the design, manufacture, sale and distribution of its proprietary NaturalVue™ Multifocal 1 Day (NaturalVue MF) Contact Lenses, provides the following information in accordance with ASX Listing Rules 3.10.5A and 7.1A.4(b).

Background

Visioneering announced on 15 August 2018 that it had received commitments from sophisticated and professional investors to subscribe for 49,200,000 CHESS Depository Interests (**CDIs**) (representing the same number of shares of Class A common stock (**Shares**)) at A\$0.18 per CDI to raise A\$8,856,000 (**Placement**).

Visioneering announced that the Placement would take place as a single tranche utilising Visioneering's placement capacity in accordance with ASX Listing Rule 7.1 and 7.1A and did not require stockholder approval.

Information disclosed under ASX Listing Rules 3.10.5A and 7.1A.4(b)

1. Visioneering has today issued 49,200,000 CDIs (representing the same number of Shares) to complete the Placement and those CDIs will rank equally with the existing CDIs on issue. The Company now has 246,263,334 CDIs (representing the same number of Shares) on issue following the allotment today.

Of the CDIs issued, 19,640,500 CDIs (representing the same number of Shares) were issued pursuant to ASX Listing Rule 7.1A and 29,559,500 CDIs (representing the same number of Shares) were issued pursuant to ASX Listing Rule 7.1.

Details of the dilution (to the existing holders of CDIs), based upon the 246,263,334 CDIs now on issue (assuming all Shares are held as CDIs), follow below:

- (a) dilution as a result of the issue of CDIs under ASX Listing Rule 7.1A is approximately 9.06%; and
 - (b) dilution as a result of the issue of CDIs under ASX Listing Rule 7.1 is approximately 13.04%.
2. The Company issued CDIs as a placement under ASX Listing Rule 7.1A as it considered this was the most efficient and expedient mechanism for raising the majority of the funds required to achieve its stated objectives. A security purchase plan, which enables existing CDI holders to acquire CDIs at the same issue price as the Placement, will be offered to all CDI holders in Australia and New Zealand.
 3. No underwriting arrangements were in place for the Placement.
 4. The Company incurred (or expects to incur) the following fees and other commissions in connection with the 246,263,334 CDIs issued today:

Category	Fees / Commissions on the Placement
The lead manager to the Placement was Canaccord Genuity (Australia) Limited and its fees and costs were:	Approximately A\$449,000
Other fees and costs in connection with Placement:	Approximately A\$50,000

Appendix 3B

Details of the CDIs allotted under the Placement are provided in a separate Appendix 3B.

- ENDS -

For more information, please contact:

Company	Investor and media relations
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About VTI:

Visioneering Technologies, Inc. (VTI) is a US-based medical device company primarily engaged in the design, manufacture, sale and distribution of a revolutionary new contact lens: the NaturalVue™ Multifocal (MF) contact lens. The NaturalVue MF contact lens employs VTI's Neurofocus Optics™ technology, which was developed, refined and tested over many years. The characteristics of the NaturalVue MF contact lens allow it to be used in two of the largest eye-care markets globally: adults with presbyopia (age-related difficulty in seeing close objects) and children with myopia (near-sightedness, or difficulty seeing distant objects).

NaturalVue lenses were cleared by the FDA in late 2014 and VTI recently commenced its US market expansion for NaturalVue MF contact lenses, following a successful pilot US market launch in 2015 and 2016. VTI also sells and plans additional contact lens products.

Foreign ownership restrictions:

VTI's CHES Depository Interests (CDIs) are issued in reliance on the exemption from registration contained in Regulation S of the US Securities Act of 1933 (**Securities Act**) for offers which are made outside the US. Accordingly, the CDIs have not been, and will not be, registered under the Securities Act or the laws of any state or other jurisdiction in the US. As a result of relying on the Regulation S exemption, the CDIs are 'restricted securities' under Rule 144 of the Securities Act. This means that you are unable to sell the CDIs into the US or to a US person for the foreseeable future except in very limited circumstances after the expiration of a restricted period, unless the re-sale of the CDIs is registered under the Securities Act or an exemption is available. To enforce the above transfer restrictions, all CDIs issued bear a 'FOR US' designation on the Australian Securities Exchange (**ASX**). This designation restricts any CDIs from being sold on ASX to US persons. However, you are still able to freely transfer your CDIs on ASX to any person other than a US person. In addition, hedging transactions with regard to the CDIs may only be conducted in accordance with the Securities Act.

Forward-Looking Statements:

This announcement contains or may contain forward-looking statements that are based on management's beliefs, assumptions and expectations and on information currently available to management. All statements that address operating performance, events or developments that we expect or anticipate will occur in the future are forward-looking statements. These include, without limitation, U.S. commercial market acceptance and U.S. sales of our product as well as, our expectations with respect to our ability to develop and commercialize new products. Management believes that these forward-looking statements are reasonable when made. You should not place undue reliance on forward-looking statements because they speak only as of the date when made. Except as required by law, VTI does not assume any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. VTI may not actually achieve the plans, projections or expectations disclosed in forward-looking

statements. Actual results, developments or events could differ materially from those disclosed in the forward-looking statements.