

1 October 2018

Belinda Chiu
Senior Adviser, Listings Compliance
ASX Compliance Pty Ltd
Level 6, 20 Bridge Street
Sydney NSW 2000

Dear Ms Chiu,

Memphis Biomed Ventures II, LP – Change in Substantial Holding – Visioneering Technologies, Inc. (ASX:VTI) ('Visioneering')

Background

The purpose of this notice is to confirm the impact on Memphis Biomed Ventures II, LP (**MBV**) and its associates following:

1. the issue by Visioneering on 21 August 2018 of 49,200,000 new CHESS Depository Interests (**CDIs**) (representing the same number of shares of Class A common stock (**Shares**)) at A\$0.18 per CDI to complete the Placement announced by Visioneering on 15 August 2018 (**Placement**);and
2. the issue by Visioneering on 12 September 2018 of 1,913,328 new CDIs (representing the same number of Shares) at A\$0.18 per CDI to complete the Security Purchase Plan announced by Visioneering on 15 August 2018 (**SPP**).

Position as per 2017 Annual Report

At the time of Visioneering's 2017 annual report (released to the ASX on 29 March 2018) (**2017 Annual Report**), the most recent public disclosure of MBV's holdings, its holding was as follows:

Name	Nature of interest	Class & number of equity securities	Voting power
MBV	Registered holder of the securities	14,935,585 Shares	7.58%

Changes in relevant interests

A summary of the change in holdings for MBV since the 2017 Annual Report is below:

Date of change	Name	Nature of change	Class & number of equity securities affected	Change in voting power
21 August 2018 and 12 September 2018	MBV	Shareholding diluted due to issue of securities under Placement and SPP	14,935,585 Shares	Decrease by 1.56%

Present relevant interests

The current relevant interests of MBV in Visioneering securities are as follows:

Name	Nature of interest	Class & number of equity securities	Voting power
MBV	Registered holder of the securities	14,935,585 Shares	6.02%

Yours sincerely



Gary Stevenson
Managing Partner, MB Venture Partners