

Visioneering Technologies (ASX:VTI)

26 July 2019

Lodgment of Late Appendix 3Y

Please find attached Appendix 3Y for Director, Stephen Snowdy (dated 25 July 2019)

The Appendix 3Y in question regretfully was not lodged when the Options were issued due to an administrative oversight. Relevant disclosures were otherwise made through the relevant Appendix 3B and authorizing Notice of Annual Meeting.

Each Director is mindful of their obligations to assist the Company to comply with its continuous disclosure obligations including obligations imposed under Listing Rule 3.19A.

Regards

Julian Rockett

Company Secretary

About Visioneering Technologies

Visioneering Technologies Inc. (ASX:VTI) is an innovative eye care company committed to redefining vision. Since its founding in 2008, Visioneering has brought together clinical, marketing, engineering, manufacturing and regulatory leaders from top vision care businesses to provide new solutions for presbyopia, myopia and astigmatism.

Headquartered in the US, Visioneering designs, manufactures, sells and distributes contact lenses. Its flagship product is the NaturalVue® Multifocal contact lens, and VTI has expanded its portfolio of technologies to address a range of eye care issues. The company has grown operations across the United States, Australia and Europe and is expanding into Asia with a focus on markets with high rates of myopia.

Foreign Ownership Restrictions

VTI's CHES Depositary 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. 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.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Visioneering Technologies, Inc.
ABN	616 156 248

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Dr Stephen Snowdy
Date of last notice	7 June 2018

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	22 April 2019
No. of securities held prior to change	<p>21,000 options with an exercise price of US\$0.067 per share of Class A common stock with an expiry date of 24 March 2025</p> <p>14,000 options with an exercise price of US\$0.09 per share of Class A common stock with an expiry date of 15 December 2020</p> <p>3,500 options with an exercise price of US\$0.09 per share of Class A common stock with an expiry date of 15 December 2020</p> <p>6,158,300 options with an exercise price of US\$0.07 per share of Class A common stock with an expiry date of 12 January 2027</p> <p>112,848 options with an exercise price of</p>

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

	<p>US\$0.323 per share of Class A common stock with an expiry date of 6 June 2028</p> <p>Total: <u>6,309,648</u> options over shares of Class A common stock (exercisable into an equivalent of <u>6,309,648</u> CDIs)</p>
Class	Options to purchase shares of Class A common stock
Number acquired	1,758,125
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil
No. of securities held after change	<p>21,000 options with an exercise price of US\$0.067 per share of Class A common stock with an expiry date of 24 March 2025</p> <p>14,000 options with an exercise price of US\$0.09 per share of Class A common stock with an expiry date of 15 December 2020</p> <p>3,500 options with an exercise price of US\$0.09 per share of Class A common stock with an expiry date of 15 December 2020</p> <p>6,158,300 options with an exercise price of US\$0.07 per share of Class A common stock with an expiry date of 12 January 2027</p> <p>112,848 options with an exercise price of US\$0.323 per share of Class A common stock with an expiry date of 6 June 2028</p> <p>1,758,125 options with an exercise price of US\$0.0694 per share of Class A common stock with an expiry date of 22 April 2029</p> <p>Total: <u>8,067,773</u> options over shares of Class A common stock (exercisable into an equivalent of <u>8,067,773</u> CDIs)</p>

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Appendix 3Y
Change of Director's Interest Notice

<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Grant of options in accordance with the Visioneering Technologies, Inc. 2017 Equity Incentive Plan. The grant of options was approved by stockholders on 18 April 2019 (AEST) at the Company's Annual Meeting of Stockholders.</p>
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

26/07/2019

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