

**ASX Announcement | 29 May 2020
Visioneering Technologies (ASX:VTI)**

Results of annual meeting of stockholders

Atlanta, Georgia, USA 28 May 2020 (Sydney, 29 May 2020): US-based medical device company and producer of the NaturalVue® (etafilcon A) Multifocal 1 Day Contact Lenses **Visioneering Technologies, Inc (ASX: VTI), (Visioneering or Company)**, announces the results of its annual meeting of stockholders held today. The results of the meeting are set out in the attached document in accordance with ASX Listing Rule 3.13.2. All resolutions were decided and passed by way of a poll.

The Company notes that there was an interruption to the webcast for the meeting late in the meeting, after all stockholders in attendance had submitted their votes. The Company has confirmed that there were no outstanding questions on the items of business from stockholders in attendance (including those represented by a proxy). However, if any there are any outstanding questions from any guests in attendance, including any holders of CDIs, the Company invites those guests to send them to the Company’s Chief Executive Officer, Stephen Snowdy, at the email address below.

Ends

This release was authorized by the CEO, Stephen Snowdy, PhD

For more information, please contact:

<i>Company</i>	<i>Investor and media relations</i>
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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 Visioneering 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.

To learn more, please visit: www.vtivision.com

Foreign ownership restrictions

Visioneering'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. Forward-looking statements involve known and unknown risks, uncertainties, contingencies and other factors, many of which are beyond the Company's control (including but not limited to the COVID-19 pandemic), subject to change without notice and may involve significant elements of subjective judgment and assumptions as to future events which may or may not be correct.

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.

Any forward-looking statements are provided as a guide only and should not be relied upon as an indication or guarantee of future performance. A number of important factors could cause actual results or performance to differ materially from the forward-looking statements. You should not place undue reliance on forward-looking statements because they speak only as of the date when made, and are subject to change without notice. Given the current uncertainties regarding the impact of the COVID-19 on the trading conditions impacting the Company, the financial markets and the health services world-wide, investors are cautioned not to place undue reliance on the current trading outlook.

Visioneering 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. Visioneering may not actually achieve the plans, projections or expectations disclosed in forward-looking statements.

Results of meeting

Name of entity

Visioneering Technologies, Inc

ABN/ACN/ARSN/ARBN

Date of meeting

ARBN 606 156 248

29 May 2020

Resolutions voted on at the meeting					If decided by poll ⁵					Proxies received ⁶			
No ¹	Resolution Short description	Result ²	Voting method ³	If s250U applies ⁴	Voted for		Voted against		Abstained	For	Against	Abstain	Discretion ⁹
					Number	% ⁷	Number	% ⁸	Number	Number	Number	Number	Number
1.1	Election of Class III Director – Ms. Zita Peach	Passed	Poll	N/A	250,100,096	99.74	655,000	0.26	N/A	250,100,096	655,000	N/A	250,755,096
1.2	Election of Class III Director – Dr. Stephen Snowdy	Passed	Poll	N/A	250,171,812	99.77	583,284	0.23	N/A	250,171,812	583,284	N/A	250,755,096
2	Approval of the issue of CHESSE Depository Interests and Options under Placement	Passed	Poll	N/A	124,377,191	99.56	549,000	0.44	262,466	124,377,191	549,000	262,466	125,188,657
3	Approval of the issue of CHESSE Depository Interests and Options under Security Purchase Plan	Passed	Poll	N/A	250,022,630	99.81	470,000	0.19	262,466	250,022,630	470,000	262,466	250,755,096
4	Approval of variation of Convertible Notes	Passed	Poll	N/A	179,267,554	99.71	525,562	0.29	312,466	179,267,554	525,562	312,466	180,105,582
5	Grant of Shares and Options to Dr. Stephen Snowdy, Chief Executive Officer of the Company, in lieu of earned but unpaid short-term cash incentive for FY19	Passed	Poll	N/A	249,964,058	99.77	588,572	0.23	202,466	249,964,058	588,572	202,466	250,755,096
6	Grant of Restricted Shares to Dr. Stephen Snowdy, Chief Executive Officer of the Company, in lieu of FY20 fixed cash remuneration	Passed	Poll	N/A	249,964,058	99.77	588,572	0.23	202,466	249,964,058	588,572	202,466	250,755,096

7.1	Grant of Options to Dr. Stephen Snowdy, Chief Executive Officer of the Company, for LTI earned in FY19	Passed	Poll	N/A	249,732,780	99.69	769,850	0.31	252,466	249,732,780	769,850	252,466	250,755,096
7.2	Grant of Options to Dr. Stephen Snowdy, Chief Executive Officer of the Company, for retention and alignment purposes	Passed	Poll	N/A	248,966,464	99.39	1,536,166	0.61	252,466	248,966,464	1,536,166	252,466	250,755,096
8.1	Issue of CDIs and Options to Dr. David J. Mazzo, Chair of the Company	Passed	Poll	N/A	249,832,780	99.71	719,850	0.29	202,466	249,832,780	719,850	202,466	250,755,096
8.2	Issue of CDIs and Options to Ms. Christine van Heek, Non-Executive Director of the Company	Passed	Poll	N/A	249,873,068	99.73	679,562	0.27	202,466	249,873,068	679,562	202,466	250,755,096
8.3	Issue of CDIs and Options to Mr. Tom Dooley, Non-Executive Director of the Company	Passed	Poll	N/A	249,873,068	99.73	679,562	0.27	202,466	249,873,068	679,562	202,466	250,755,096
8.4	Issue of CDIs and Options to Ms. Jean Franchi, Non-Executive Director of the Company	Passed	Poll	N/A	233,858,369	93.34	16,694,261	6.66	202,466	233,858,369	16,694,261	202,466	250,755,096
8.5	Issue of CDIs and Options to Ms. Zita Peach, Non-Executive Director of the Company	Passed	Poll	N/A	249,873,068	99.73	679,562	0.27	202,466	249,873,068	679,562	202,466	250,755,096
9	Issue of Options to Aurenda Partners Pty Ltd	Passed	Poll	N/A	247,975,012	99.76	602,284	0.24	2,177,800	247,975,012	602,284	2,177,800	250,755,096
10	Approval of increase in shares reserved under 2017 Equity Incentive Plan and other amendments	Passed	Poll	N/A	249,713,068	99.77	579,562	0.23	462,466	249,713,068	579,562.00	462,466	250,755,096
11	Approval of increase in Authorized Capital	Passed	Poll	N/A	249,794,346	99.80	498,284	0.20	462,466	249,794,346	498,284	462,466	250,755,096
12	Ratification and approval of prior issue of CHESS Depository Interests	Passed	Poll	N/A	124,327,907	99.60	498,284	0.40	362,466	124,327,907	498,284	362,466	125,188,657
13	Approval of 10% Placement Facility	Passed	Poll	N/A	195,284,531	78.00	55,108,099	22.00	362,466	195,284,531	55,108,099	362,466	250,755,096

Instructions:

- The resolution numbers in the tables above should match the resolution numbers in the notice of meeting.

2. Insert "Passed" or "Not passed", as appropriate.
3. Insert "Poll" or "Show of hands", as appropriate.
4. Insert "1st strike", "2nd strike" or "N/A", as appropriate.
5. Complete this section if the resolution was decided by a poll. Ignore this section if the resolution was decided by a show of hands.
6. Complete this section for all resolutions, showing the number of valid proxies received and how the proxy was directed to vote on the resolution.
7. Calculate this percentage as the number of votes cast for the resolution, divided by the total number of votes cast on the resolution. When summed with the percentage voted against the resolution, this should add to 100%.
8. Calculate this percentage as the number of votes cast against the resolution, divided by the total number of votes cast on the resolution. When summed with the percentage voted for the resolution, this should add to 100%.
9. "Discretion" means the proxy could vote on the resolution in their discretion.
10. Delete this table if there were no resolutions proposed but not put to the meeting.
11. Add or remove rows from each table to accommodate the number of resolutions proposed in the notice of meeting.
12. Delete these instructions before submitting this form to ASX.
13. See Guidance Note 35 *Security Holder Resolutions* for further guidance.