

**ASX Announcement | 4 June 2020
Vioneering Technologies (ASX:VTI)**

Notice given under Section 708A(5)(e) of the Corporations Act

Atlanta, Georgia, USA, 3 June 2020 (4 June, Sydney time): Vioneering Technologies, Inc. (ASX: VTI) (Vioneering or Company), gives this notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**) (as modified by ASIC Class Order 14/827 (**Class Order**)).

Background

Vioneering announced on 29 April 2020:

- a private placement of 359,285,709 CHESS Depository Interests (**CDIs**) (representing the same number of shares of Class A common stock (**Shares**)) at A\$0.014 per CDI to sophisticated and professional investors, to raise A\$5.03 million before costs and expenses (**Placement**); and
- in conjunction with the Placement, the issue of an aggregate of 5,647,856 CDIs (representing the same number of Shares) at A\$0.014 per CDI to Vioneering's Non-Executive Directors (to a total value of \$79,070).

Vioneering has today issued 364,933,565 CDIs (representing the same number of Shares) to complete the Placement and the issue to Non-Executive Directors in conjunction with the Placement (**Placement CDIs**). The Placement CDIs rank equally with the existing CDIs on issue.

The issue of the Placement CDIs was approved by stockholders at Vioneering's annual meeting on Friday, 29 May 2020.

Statements by Vioneering

On 27 May 2020, ASIC granted Vioneering a modification of section 708A(5)(d) of the Corporations Act to address certain technical financial reporting relief granted to Vioneering by ASIC. Accordingly, Vioneering is relying on section 708A(5) on the basis that section 708A(5)(d) is modified by ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73 and ASIC Instrument [20-0518].

Vioneering relies on case 1 in section 708A(5) of the Corporations Act (as modified by Class Order, ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73 and ASIC Instrument [20-0518], as applicable) and gives notice that it has issued the Placement CDIs without disclosure to investors under Part 6D.2 of the Corporations Act.

As at the date of this notice, Vioneering:

- 1 has complied with section 601CK (as that provision applies to Vioneering) and section 674 of the Corporations Act; and
- 2 confirms that there is no information:
 - (a) that has been excluded from a continuous disclosure notice required to be given to ASX in accordance with the ASX Listing Rules; and
 - (b) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:

- (i) the assets and liabilities, financial position and performance, profits and losses and prospects of Visioneering; and
- (ii) the rights and liabilities attaching to the securities of Visioneering, to the extent to which it would be reasonable to investors and their professional advisers to expect to find such information in a disclosure document.

Authorised for release by Dr Stephen Snowdy, CEO.

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 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. 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.