



19 June 2017

ASX Limited  
Rialto  
Level 4, North Tower  
525 Collins Street  
Melbourne VIC 3000

**Issue of Placement Shares - Cleansing Notice under section 708A(5)(e) of the Corporations Act 2001 (Cth) and Notice under Listing Rule 3.10.5A**

Vivid Technology Limited (ASX:VIV) (**Vivid Technology**) has today issued 70,000,000 ordinary fully paid shares (**New Shares**) at an issue price of 4.5 cents per Share. These New Shares were issued to professional and sophisticated investors under the placement announced to the market on 9 June 2017 (**Placement**).

Vivid Technology hereby gives notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**) to the ASX as follows:

1. The New Shares were issued without disclosure being given to investors under Part 6D.2 of the Corporations Act.
2. As at the date of this notice, Vivid Technology has complied with:
  - a) the provisions of Chapter 2M of the Corporations Act as they apply to Vivid Technology; and
  - b) section 674 of the Corporations Act, as it applies to Vivid Technology.
3. As at the date of this notice, there is no "excluded information" as defined in sections 708A(7) and 708A(8) of the Corporations Act in relation to Vivid Technology.

The Company provides the following information under ASX Listing Rule 3.10.5A:

- a) The dilution to existing shareholders as a result of the Placement is approximately 16.19%.
- b) A total of 70,000,000 shares were issued under the Placement. A total of 36,247,134 shares were issued pursuant to Listing Rule 7.1A (representing 8.38% of the post-placement capital) and 33,752,866 shares were issued pursuant to Listing Rule 7.1 (representing 7.80% of the post-placement capital).

The percentage of the post-placement capital held (in aggregate) is as follows:

- pre-placement security holders who did not participate in the Placement: 70.15%
- pre-placement security holders who did participate in the Placement: 22.31%
- participants in the Placement who were not previously security holders: 7.54%

- c) The Placement is in addition to a pro rata non-renounceable 1 for 10 entitlement offer of fully paid ordinary shares at 4.5 cents per share to existing eligible shareholders to raise up to \$1.9 million, with the first \$1.5 million underwritten (as announced to the market on 9 June 2017) (**Entitlement Offer**).

The Placement was undertaken in conjunction with establishment of the Entitlement Offer (together, the **Equity Raising**). This structure allows for a combination of funds to be raised from existing shareholders and new investors. Including the Placement pursuant to Listing Rules 7.1 and 7.1A as part of the Equity Raising assisted with broadening the shareholder base through adding new investors, and allowed for prompt completion of the Placement component of the Equity Raising.

- d) The Placement was not underwritten. Fielding Hill Capital Pty Ltd acted as Lead Manager to the Placement and as underwriter for the first \$1.5 million of the Entitlement Offer.
- e) Fees and costs totaling approximately \$0.2m were incurred in connection with the Placement.

Under the Entitlement Offer, Fielding Hill Capital Pty Ltd will receive a fee equal to 5% of the underwritten amount of \$1.5 million (comprising a 1% management fee and a 4% underwriting fee), excluding GST, as well as the issuance of 3,000,000 unlisted options comprising: (i) 1,000,000 exercisable at 6.5 cents on or before 30 June 2020; (ii) 1,000,000 exercisable at 7.5 cents on or before 30 June 2021; and (iii) 1,000,000 exercisable at 10.0 cents on or before 30 June 2021.

Please refer to the Appendix 3B also announced today in relation to the issue of New Shares under the Placement.



Robert Smith  
Company Secretary