

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme VISION EYE INSTITUTE LTD

ACN/ARSN 098 890 816

1. Details of substantial holder (1)

Name Morgan Stanley and its subsidiaries listed in Annexure A
ACN/ARSN (if applicable) Not Applicable

The holder ceased to be a substantial holder on October 29, 2015
The previous notice was given to the company on October 26, 2015
The previous notice was dated October 22, 2015
The holder became aware on November 2, 2015

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of Securities affected	Person's votes affected
10/23/2015	Morgan Stanley & Co. LLC	Borrow	N/A	1,411 Ordinary Shares	1,411
10/26/2015	Morgan Stanley Australia Securities Limited	Buy	24,794.04	23,172 Ordinary Shares	23,172
10/26/2015	Morgan Stanley & Co. LLC	Borrow	N/A	9,334 Ordinary Shares	9,334
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	1,380.20	-1,340 Ordinary Shares	-1,340
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	16.88	-16 Ordinary Shares	-16
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	616.90	-620 Ordinary Shares	-620
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	2,347.00	-2,347 Ordinary Shares	-2,347
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	1,012.02	-1,002 Ordinary Shares	-1,002
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	4,615.98	-4,314 Ordinary Shares	-4,314
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	4,084.18	-3,853 Ordinary Shares	-3,853
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	1,242.86	-1,167 Ordinary Shares	-1,167
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	1,338.57	-1,251 Ordinary Shares	-1,251
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	4,524.12	-4,248 Ordinary Shares	-4,248
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	293.62	-277 Ordinary Shares	-277
10/27/2015	Morgan Stanley Australia Securities Limited	Sell	16.96	-16 Ordinary Shares	-16
10/28/2015	Morgan Stanley Australia Securities Limited	Sell	539.54	-509 Ordinary Shares	-509
10/28/2015	Morgan Stanley Australia Securities Limited	Sell	752.60	-710 Ordinary Shares	-710
10/28/2015	Morgan Stanley Australia Securities Limited	Sell	532.31	-501 Ordinary Shares	-501
10/28/2015	Morgan Stanley Australia Securities Limited	Sell	1,083.11	-1,017 Ordinary Shares	-1,017
10/29/2015	Morgan Stanley & Co. LLC	Borrow Returned	N/A	-10,745 Ordinary Shares	-10,745
10/29/2015	Morgan Stanley Australia Securities Limited	Tender Offer	67,297.15	-62,602 Ordinary Shares	-62,602
10/29/2015	Morgan Stanley Australia Securities Limited	Tender Offer	755,028.40	-702,352 Ordinary Shares	-702,352
10/29/2015	Morgan Stanley Australia Securities Limited	Tender Offer	58,052.15	54,002 Ordinary Shares	54,002
10/29/2015	Morgan Stanley Australia Securities Limited	Tender Offer	174,084.43	-161,939 Ordinary Shares	-161,939

10/29/2015	Morgan Stanley Australia Securities Limited	Tender Offer	12,913,337.53	-12,012,407 Ordinary Shares	-12,012,407
10/29/2015	Morgan Stanley Australia Securities Limited	Tender Offer	4,207.55	3,914 Ordinary Shares	3,914

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	Not applicable

4. Addresses

The addresses of persons named in this form are as follows:

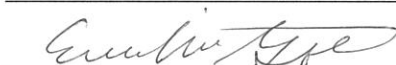
Name	Address
Morgan Stanley	1585 Broadway, New York 10036, USA
Morgan Stanley & Co. International plc	25 Cabot Square, Canary Wharf, London E14 4QA, United Kingdom
Morgan Stanley Australia Securities Limited	Level 39 Chifley Tower, 2 Chifley Square, Sydney NSW 2000, Australia
Morgan Stanley & Co. LLC	1585 Broadway, New York 10036, USA

Signature

print name Emiko Goto

capacity Vice President

sign here



date November 2, 2015

Annexure A

List of Morgan Stanley and its subsidiaries that have a relevant interest or deemed to have a relevant interest in the shares or units.


Name
└─ Morgan Stanley
└─┬─ Morgan Stanley Capital Management, LLC
└─ Morgan Stanley Domestic Holdings, Inc.
└─ Morgan Stanley & Co. LLC
└─ Morgan Stanley International Holdings Inc.
└─┬─ Morgan Stanley International Limited
└─ Morgan Stanley UK Group
└─ Morgan Stanley Investments (UK)
└─ Morgan Stanley & Co. International plc
└─ Morgan Stanley International Incorporated
└─┬─ Morgan Stanley (Australia) Securities Holdings Pty Limited
└─ Morgan Stanley Australia Securities Limited

Signature

print name Emiko Goto

capacity Vice President

sign here



date November 2, 2015

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (5) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 605.

Signature

This form must be signed by either a director or a secretary of the substantial holder.

Lodging period

Nil

Lodging Fee

Nil

Other forms to be completed

Nil

Additional information

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
 - (i) within 2 business days after they become aware of the information; or
 - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
 - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
 - (B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title)
- 7 sign and date the annexure.

The annexure must be signed by the same person(s) who signed the form.