

Frequently Asked Questions

Set out below are answers to frequently asked questions regarding the delisting of EyePoint Pharmaceuticals, Inc. (formerly pSivida Corp.) ("**the Company**"), from the ASX. This FAQ is intended to be read together with the letter to CDI holders to which it is attached ("**Letter**"). Terms that are defined in the Letter have the same meaning when used in this FAQ.

Delisting		
1	What is delisting?	<p>Delisting is the process by which the Company's CDIs will cease to trade on the ASX and the Company will be removed from the Official List of ASX.</p> <p>This means that if you hold CDIs in the Company after its delisting, you will no longer be able to trade them on ASX.</p>
2	Will this affect the trading of the Company's Common Stock on the NASDAQ?	<p>No – the Company's NASDAQ ticker symbol was changed from "PSDV" to "EYPT" (NASDAQ:EYPT) effective on and from 2 April 2018. However, trading of the Company's Common Stock on the NASDAQ will not be affected by the name and ticker symbol changes and will continue during and after the ASX delisting process.</p>
3	Why is the Company delisting from the ASX?	<p>Since its listing on the ASX in 2001, there has been a significant shift in the trading activity of the Company's securities on the ASX. As a result of low trading activity, the Company has poor liquidity on the ASX.</p> <p>Furthermore, the Company considers that the benefits associated with maintaining a listing on the ASX no longer justify the costs incurred by this listing, given that it is also incurring costs through its listing on the NASDAQ.</p>
4	How long can I still trade my CDIs on the ASX?	<p>You may trade your CDIs on ASX until trading is suspended, which is expected to occur at the close of trading on 30 April 2018.</p>
5	When will the Company be delisted?	<p>The Company will be removed from the Official List of ASX on 7 May 2018, but the last day for trading CDIs on ASX will be 30 April 2018.</p>

Options for CDI holders – Pre-delisting	
6	What are my options for dealing with my CDIs before the Suspension Date (30 April 2018)?
7	How do I sell my CDIs?

You have several options available to you:

- 1 Up to and including 30 April 2018, you can trade your CDIs on the ASX.
- 2 Up to and including 20 July 2018, you can convert some or all of your CDIs into the underlying Common Stock, which can then be traded on the NASDAQ. **Please note that you will not be required to sell your Common Stock after the conversion of your CDIs (that is, you may continue to hold your Common Stock).**

Before the Suspension Date

Up to and including 30 April 2018, you can sell your CDIs on ASX. Please contact your broker or financial advisor if you require assistance with how to do this. You will be responsible for all costs incurred on any trades.

After the Suspension Date

After 30 April 2018, you will be able to sell the Common Stock underlying your CDIs via the Voluntary Sale Facility, which will open on 21 May 2018 and will remain open until 20 July 2018 (see question 14 for further details).

You could also choose to convert your CDIs into the underlying Common Stock and sell these shares on the NASDAQ. Please refer to the Letter for further information on how this may be done.

After the close of the Voluntary Sale Facility

After the close of the Voluntary Sale Facility, if you have neither converted your CDIs into Common Stock nor elected to participate in the Voluntary Sale Facility, the Common Stock underlying your CDIs will be sold via the Compulsory Sale Facility, and you will receive the Net Proceeds of the sale after conversion to Australian dollars at the prevailing exchange rate, as described in question 22. The proceeds remitted to you will be net of transfer fees, brokerage fees and applicable taxes.

8	How do I convert my CDIs to Common Stock?	<p>At any time up until 20 July 2018 you can convert your CDIs into Common Stock:</p> <ul style="list-style-type: none">• if your CDIs are held on the issuer-sponsored sub-register, by completing the Register Removal Request Form enclosed with the Letter and returning it to Computershare in accordance with the instructions set out on the form. Please note that you must submit certified copies of supporting documentation with your form in order for your conversion to Common Stock to be processed. Please refer to the instructions on the back of the form for more details.• if your CDIs are held on the CHESSE sub-register, by contacting your controlling participant (usually your broker). Your broker may require you to open a US-based account to hold the Common Stock and trade it on the NASDAQ. Please note that the CHESSE sub-register will be closed on 14 May 2018, at which time any remaining CDI holdings held on the CHESSE sub-register will be transferred to the issuer-sponsored sub-register. As such, from this date, you will need to follow the process set out above in respect of the issuer-sponsored sub-register.
9	How much does it cost to convert my CDIs to Common Stock?	<p>If your CDIs are held on the issuer-sponsored sub-register, you will not be charged a fee for converting your CDIs to Common Stock.</p> <p>If your CDIs are held on the CHESSE-sponsored sub-register, your controlling participant (usually your broker) may charge you a fee to effect the conversion of your CDIs.</p>
10	When can I trade my Common Stock once I have converted my CDIs?	<p>You will not be able to trade your Common Stock on the NASDAQ until the conversion process has been completed. If you held your CDIs on the CHESSE-sponsored sub-register, the conversion process should occur within three business days of your broker submitting the conversion request. If you held your CDIs on the issuer-sponsored sub-register, the conversion process should occur within three business days from receipt by Computershare of your completed Register Removal Request Form and all of the required certified supporting documentation.</p> <p>To trade your shares of Common Stock on the NASDAQ, you may choose a broker in the US or an Australian broker that has a relationship with a financial institution in the US to facilitate trading. <i>(see question 11 for further information about brokers)</i></p> <p>Any costs associated with the process of holding or selling your shares of Common Stock on the NASDAQ will be borne by you. You should also be aware that there may be tax</p>

		<p>implications associated with either holding or selling shares of Common Stock on the NASDAQ and you may need to complete Internal Revenue Service Form W-8BEN, which can be obtained from the Internal Revenue Service website at https://www.irs.gov/uac/form-w-8ben-certificate-of-foreign-status-of-beneficial-owner-for-united-states-tax-withholding.</p>
11	<p>How do I sell the Common Stock on the NASDAQ?</p>	<p>You can choose to contact a broker in Australia or the United States. Certain Australian brokers can be used as they have relationships with financial institutions in the US to facilitate trading on the NASDAQ.</p> <p>You will need to establish your own account with the broker and provide them with evidence of your holding and any other documentation that they require.</p> <p>Any costs associated with the process of holding or selling Common Stock on the NASDAQ will be borne by you. You should also be aware that there may be tax implications associated with either holding or selling shares of Common Stock on the NASDAQ and you may need to complete Internal Revenue Service Form W-8BEN, which can be obtained from the Internal Revenue Service website at https://www.irs.gov/uac/form-w-8ben-certificate-of-foreign-status-of-beneficial-owner-for-united-states-tax-withholding.</p>
<p>Options for CDI holders – Post-delisting</p>		
12	<p>What are my options after my CDIs have been delisted from ASX?</p>	<p>After 7 May 2018, if you still hold CDIs, you have the following options:</p> <ol style="list-style-type: none"> 1 You can retain your holding in the Company by converting your CDIs into the underlying Common Stock, which is listed on the NASDAQ, and becoming a shareholder of the Company. You must convert your CDIs on or before 20 July 2018 (<i>see question 8</i>); 2 You can convert your CDIs into the underlying Common Stock and sell your Common Stock on the NASDAQ. You must convert your CDIs on or before 20 July 2018 (<i>see questions 8-11</i>); 3 You can sell the Common Stock underlying your CDIs through the Voluntary Sale Facility. The Voluntary Sale Facility closes on 20 July 2018 (<i>see question 14</i>); or 4 You can do nothing. If you do nothing, the Common Stock underlying your CDIs will be sold through the Compulsory Sale Facility, and you will be paid the Net Proceeds of sale after conversion to Australian dollars (<i>see question 19</i>).

Options for CDI holders – General		
13	Which option is the best?	<p>This is dependent on the CDI holder's individual circumstances and the circumstances of the market at the time of the option election.</p> <p>The Company strongly encourages you to obtain your own independent legal, financial and tax advice based on your individual circumstances before deciding which option you should select.</p>
Voluntary Sale Facility		
14	What is the Voluntary Sale Facility?	<p>This is a facility which allows you to sell the Common stock underlying your CDIs on the NASDAQ through Georgeson Securities Corporation, a broker appointed by the Company. The facility will be available from 21 May 2018 until 20 July 2018.</p> <p>Participation in the Voluntary Sale Facility is entirely voluntary. However, if you still hold CDIs after the close of the Voluntary Sale Facility, they will be sold under the Compulsory Sale Facility (<i>see question 19</i>).</p> <p>The Net Proceeds of the sale under the Voluntary Sale Facility will be remitted to you by Computershare in Australian dollars following the sale of the shares on the NASDAQ.</p>
15	When will the Voluntary Sale Facility operate?	<p>The Voluntary Sale Facility will open on 21 May 2018 and will close at 5:00 pm (AEST) on 20 July 2018.</p>
16	What price will I receive for my CDIs under the Voluntary Sale Facility?	<p>The market price of the shares that are sold through the Voluntary Sale Facility is subject to change from time-to-time. Neither the Company, the Depositary Nominee, Georgeson nor Computershare gives any assurance as to the price that may be achieved for the sale of your shares of Common Stock or the exchange rate that will be used to convert the proceeds from the sale into Australian dollars. To obtain up-to-date information on the market price of Common Stock traded on the NASDAQ, you should visit the NASDAQ website at www.nasdaq.com/. The ticker symbol as of 2 April 2018 is "EYPT".</p> <p>The Net Proceeds will be remitted to you based on the average price of the shares of Common Stock that are sold on the NASDAQ under the Voluntary Sale Facility. The proceeds you will receive will be net of transfer fees, brokerage fees and applicable taxes and will reflect the market price and exchange rate at time of conversion.</p>
17	Who is the broker for the Voluntary Sale Facility?	<p>Georgeson Securities Corporation has been appointed to act as broker for the sale of the underlying Common Stock under the Voluntary Sale Facility.</p>

18	Will I pay brokerage costs on the sale of my CDIs under the Voluntary Sale Facility?	Yes – the proceeds remitted to you will be net of brokerage and other costs and applicable taxes (including withholding).
Compulsory Sale Facility		
19	What is the Compulsory Sale Facility?	If you still hold CDIs after the close of the Voluntary Sale Facility (<i>see question 14</i>), the shares of Common Stock underlying your CDIs will automatically be sold on the NASDAQ, and the Net Proceeds of sale, after conversion to Australian dollars, will be remitted to you.
20	When will the Compulsory Sale Facility operate?	The Compulsory Sale Facility will open on 23 July 2018 and will close on 6 August 2018.
21	What is the difference between the Voluntary Sale Facility and the Compulsory Sale Facility?	<p>CDI holders cannot elect whether to participate in the Compulsory Sale Facility. All shares of Common Stock underlying CDIs remaining on the register after 20 July 2018 will automatically be sold under the Compulsory Sale Facility. The Company will notify you of any change to this period on its website.</p> <p>The Net Proceeds of the sale under the Compulsory Sale Facility will be remitted to you by Computershare in Australian dollars following the sale of the shares on the NASDAQ.</p> <p>Under the Compulsory Sale Facility, the Depositary Nominee will instruct Georgeson Securities Corporation to sell all remaining Common Stock registered in its name, rather than the sale being conducted on the basis of Sale Instruction Forms provided by CDI holders. In all other material respects, the procedures involved under the compulsory sales will be the same as the procedures under the Voluntary Sale Facility as outlined above.</p> <p>You will be responsible for any tax, including personal income tax or capital gains tax, if your Common Stock is sold through the Voluntary Sale Facility or the Compulsory Sale Facility.</p>
22	What price will I receive for my CDIs under the Compulsory Sale Facility?	<p>After the Compulsory Sale Facility is opened, the remaining CDIs outstanding will be aggregated and sold on the NASDAQ based on the prevailing market conditions.</p> <p>Neither the Company, the Depositary Nominee, Georgeson nor Computershare gives any assurance as to the price that may be achieved for the sale of your shares of Common Stock or the exchange rate that will be used to convert the proceeds from the sale into Australian dollars.</p> <p>The Net Proceeds will be remitted to you based on the</p>

		average price of the shares sold under the Compulsory Sale Facility. You will be responsible for any tax, including personal income tax or capital gains tax, if your Common Stock is sold through the Compulsory Sale Facility.
23	Will I pay brokerage costs on the sale of my CDIs under the Compulsory Sale Facility?	Yes – proceeds remitted to you will be net of brokerage and other costs and applicable taxes (including withholding).
Tax implications of converting CDIs to Common Stock		
24	What are the tax implications of converting CDIs to Common Stock and selling on NASDAQ?	<p>As tax implications of converting CDIs to Common Stock and selling them on the NASDAQ will differ between holders, the Company strongly encourages you to obtain your own independent legal, financial and tax advice based on your individual circumstances before deciding which option you should select, particularly in relation to the Australian and US tax implications.</p> <p>The Company does not purport to provide you with any legal, financial or tax advice. As such, the Company strongly encourages you to seek independent legal, financial and tax advice before making a decision as to which option to select.</p>
What is the impact of delisting?		
25	Will the Company's Common Stock continue to trade after delisting from ASX?	<p>The Company's Common Stock will continue to be traded on the NASDAQ, under the new ticker symbol "EYPT" effective on and from 2 April 2018, and the Company will continue to be subject to the NASDAQ Listing Rules.</p> <p>The Company will remain incorporated in Delaware, United States of America and will continue to be subject to the relevant corporate and securities law of Delaware and the United States as well as the rules and regulations of the United States Securities and Exchange Commission.</p> <p>Copies of the Company's press releases, announcements and other relevant corporate information will continue to be available on the Company's website via www.psivida.com or www.eyepointpharma.com.</p>
Name change		
26	How will the name change affect my CDI holding or conversion to Common Stock?	<p>The name change will have no effect on the delisting process.</p> <p>The Company's Common Stock will continue to be traded on the NASDAQ, under the new ticker symbol "EYPT" effective on and from 2 April 2018, and the Company will continue to be subject to the NASDAQ Listing Rules. The Company's ASX ticker symbol will continue to be "PVA" and will not change throughout the delisting process.</p>

		<p>The Company will remain incorporated in Delaware, United States of America and will continue to be subject to the relevant corporate and securities law of Delaware and the United States as well as the rules and regulations of the United States Securities and Exchange Commission.</p> <p>Copies of the Company's press releases, announcements and other relevant corporate information will continue to be available on the Company's website via www.psivida.com or www.eyepointpharma.com</p>
Queries		
27	Who can I speak to if I have a query about the delisting process?	<p>If you have any queries, please contact the Company's Information Line at Computershare on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) between 8:30 a.m. and 5:00 p.m. (AEST), Monday through Friday.</p> <p>CDI holders should consult their legal, financial, tax or other professional advisor before making a decision as to how to deal with their CDIs.</p>