



## National Vision Announces Pricing of its Initial Public Offering

October 25, 2017

DULUTH, Ga., Oct. 25, 2017 (GLOBE NEWSWIRE) -- National Vision Holdings, Inc. ("National Vision") today announced the pricing of its initial public offering of 15,800,000 shares of its common stock at \$22.00 per share. Shares of National Vision's common stock are expected to begin trading on the NASDAQ Global Select Market on October 26, 2017 under the symbol "EYE," and the offering is expected to close on October 30, 2017, subject to customary closing conditions. National Vision has granted the underwriters a 30-day option to purchase up to an additional 2,370,000 shares of its common stock to cover over-allotments, if any.

National Vision will receive net proceeds of approximately \$322.4 million after deducting underwriting discounts and commissions and estimated offering expenses and intends to use the net proceeds from the offering: first, to repay all \$125.0 million outstanding aggregate amount of its second lien term loans; second, to repay approximately \$190.0 million of the outstanding amount of its first lien term loans; and third, all remaining amounts for general corporate purposes, including the payment of accrued and unpaid interest on the term loans.

BofA Merrill Lynch, Goldman Sachs & Co. LLC, Citigroup and KKR Capital Markets are acting as joint bookrunning managers for the offering, and Morgan Stanley, Jefferies, UBS Investment Bank and Wells Fargo Securities are also acting as bookrunners for the offering. Guggenheim Securities, Mizuho Securities and Macquarie Capital are acting as co-managers for the offering.

A registration statement, including a prospectus, relating to the offering has been declared effective by the U.S. Securities and Exchange Commission (the "SEC"). This press release shall not constitute an offer to sell or a solicitation of an offer to buy these securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

The offering of these securities will be made only by means of a prospectus. Copies of the prospectus may be obtained from BofA Merrill Lynch, Attn: Prospectus Department at NC1-004-03-43, 200 North College Street, 3rd floor, Charlotte NC 28255-0001, or by email at [dg.prospectus\\_requests@baml.com](mailto:dg.prospectus_requests@baml.com); Goldman Sachs & Co. LLC, Prospectus Department at 200 West Street, New York, NY 10282 or by telephone at 1-866-471-2526 or by facsimile at 212-902-9316, or by email at [prospectus-ny@ny.email.gs.com](mailto:prospectus-ny@ny.email.gs.com); or Citigroup Global Markets Inc., c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, or by telephone at 1-800-831-9146.

### About National Vision

National Vision is one of the largest optical retail companies in the United States with 996 retail stores and 19 consumer websites as of September 30, 2017. National Vision offers a variety of products and services for customers' eye care needs through five brands: America's Best Contacts & Eyeglasses, Eyeglass World, Vision Centers inside select Walmart stores, and Vista Optical locations inside Fred Meyer stores and on select military bases.

### Forward Looking Statements

This press release includes certain disclosures which contain "forward-looking statements." You can identify forward-looking statements because they contain words such as "believes" and "expects." Forward-looking statements are based on National Vision's current expectations and assumptions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that may differ materially from those contemplated by the forward-looking statements, which are neither statements of historical fact nor guarantees or assurances of future performance. Important factors that could cause actual results to differ materially from those in the forward-looking statements are set forth in National Vision's filings with the SEC, including its registration statement on Form S-1, as amended from time to time, under the caption "Risk Factors." Any forward-looking statement in this release speaks only as of the date of this release. National Vision undertakes no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by any applicable securities laws.

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Source: National Vision Holdings, Inc.