

February 21, 2018

Provision Holding Announces Financial Results for the Quarter Ended December 31, 2017

Key Highlights Include the Appointment of Two Esteemed Board Members to Help Drive Execution of Broad Commercialization Strategy

CHATSWORTH, Calif., Feb. 21, 2018 (GLOBE NEWSWIRE) -- Provision Holding, Inc. (OTCQB:PVHO) today announced financial and operational results for the quarter ended December 31, 2017.

Business Highlights:

- Appointed Retail Industry Veteran Vince Burke to Board of Directors as an Independent Member
- Appointed Coinstar Chief Revenue Officer Thien Truong to Board of Directors as an Independent Member
- Initiated delivery and installation of proprietary 3D holographic display and point-of-sale (POS) coupon platforms into Coinstar™ kiosks

“During the quarter, Provision made important progress towards fulfilling its mission of becoming a commercially focused organization that can build long-term shareholder value,” commented Mark Leonard, Provision’s Chief Executive Officer. “We were excited to expand our Board with the additions of Vince Burke and Thien Truong, who bring decades of invaluable retail industry expertise, and have already begun to contribute to Provision’s execution on its broad commercial strategy. The Provision platform is attracting considerable collaboration interest across multiple retail channels, and we are confident in our prospects to deliver on these opportunities.”

Curt Thornton, Provision’s Chairman and Chief Operating Officer added, “In December 2017, we achieved a significant corporate milestone with our initial installations of Provision’s proprietary 3D “toppers” onto kiosks in the Coinstar network. As of mid-February 2018, the Company has shipped a total of 82 toppers to grocery retailer Giant Eagle, located in Ohio and Pennsylvania, and has installed 62 toppers in these stores.”

“The pace of the initial deployment was slower than our prior projections in order to fine tune the process for the broader rollout,” continued Mr. Thornton. “We are pleased with the rate of delivery and installation we have seen over the first quarter, and expect to see a firm and controlled rollout throughout the year, supported by our committed partners.”

Mr. Leonard concluded, “We remain encouraged by the robust interest among potential advertisers, and continue to anticipate installing up to 4,000 units across the Coinstar network during calendar 2018, building commensurate and meaningful advertising

revenues over the course of the year, in step with the expanded scale of our commercial footprint.”

Three Month Financial Results for the Period Ended December 31, 2017

The Company did not record any revenue during the quarter ended December 31, 2017, compared to \$1,473,191 for the same period in 2016. The decrease in revenue was related to a decrease in revenues from related party sales from the placement of 3D Savings Center kiosks into retail stores.

Gross loss was \$237,246 in the quarter ended December 31, 2017 compared with a gross loss of \$311,765 in the same period in 2016. The Company reported a net loss of \$1.81 million, or \$0.01 per share, for the quarter ended December 31, 2017, compared to a net loss of \$1.88 million, or \$0.02 per share, for the same period in 2016.

For a more complete review of the Company’s results, copies of Provision Holdings Form 10-Q and its financial statements for the quarter ended December 31, 2017 may be found on the Company’s website.

To be added to the Provision email distribution list, please e-mail PVHO@kcsa.com with PVHO in the subject line.

About Provision Interactive Technologies, Inc.

Provision Interactive Technologies, Inc., a subsidiary of Provision Holding, Inc. (OTCQB:PVHO), is the leading developer of intelligent, interactive 3D holographic display technologies, software, and integrated solutions used primarily in retail settings. Provision’s 3D advertising displays are designed to increase in-store engagement, coupon redemption and point-of-purchase activity.

Provision's 3D holographic display systems represent a revolutionary technology that project full color, high-resolution videos into space detached from the screen, without the need for special glasses. Provision holds more than 10 patents related to its 3D holographic technology, for both consumer and commercial applications. For more information, visit www.provision.tv.

Forward-Looking Statements

This press release contains projections of future results and other forward-looking statements that involve a number of risks and uncertainties. Important factors that may cause actual results and outcomes to differ materially from those contained in the projections and forward-looking statements included in this press release are described in our publicly filed reports. Factors that could cause these differences include, but are not limited to, the acceptance of our products, lack of revenue growth, failure to realize profitability, inability to raise capital and market conditions that negatively affect the market price of our common stock. The Company disclaims any responsibility to update any forward-looking statements unless legally required.

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**PROVISION HOLDING, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS**

	December 31, 2017	June 30, 2017
	Unaudited	
ASSETS		
CURRENT ASSETS		
Cash	\$ 131,494	\$ 310,749
Inventory, net	2,180,104	2,201,759
Prepaid expenses	196,240	196,240
Other current assets	3,000	3,000
TOTAL CURRENT ASSETS	2,510,838	2,711,748
PROPERTY AND EQUIPMENT, net of accumulated depreciation	12,986	17,569
INTANGIBLES, net of accumulated amortization	168,981	170,229
TOTAL ASSETS	\$ 2,692,805	\$ 2,899,546
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	\$ 3,297,860	\$ 2,753,444
Payroll taxes, interest and penalties	784,916	663,840
Accrued interest	2,883,266	2,557,435
Unearned revenue	2,057,607	2,057,607
Derivative liability	605,221	408,286
Current portion of convertible debt, net of unamortized debt discount of \$500,552 and \$660,141 and net of unamortized warrant discount of \$12,379 and \$79,783 and net of financing costs of \$104,338 and \$322,229, respectively	7,723,416	7,216,032
Notes payable, net of unamortized debt discount of \$107,823 and \$74,821, respectively	757,177	220,179
Nonconvertible Series B Preferred Stock, related party	10	-
TOTAL CURRENT LIABILITIES	18,109,473	15,876,823
Convertible debt, net of current portion, net of unamortized debt discount of \$132,258 and \$-0- and net of unamortized share discount of \$17,452 and \$-0-, respectively	290	-
TOTAL LIABILITIES	18,109,763	15,876,823
STOCKHOLDERS' DEFICIT		

Preferred stock, par value \$0.001 per share Authorized – 4,000,000 shares Designated 1,000 Series A preferred stock, Issued and outstanding – Nil and Nil shares, respectively	-	-
Designated 1,000 Series B preferred stock, Issued and outstanding – 1,000 and Nil shares, respectively	-	-
Common stock, par value \$0.001 per share Authorized –400,000,000 shares - issued and outstanding – 142,857,067 and 134,431,613, respectively	142,857	134,432
Common stock to be issued for services and cash, par value \$0.001 per share, 1,415,789 and 475,000, respectively	58,000	34,250
Additional paid-in capital	30,331,319	28,987,431
Less receivable for stock	(50,000)	(50,000)
Accumulated deficit	(45,899,134)	(42,083,390)
TOTAL STOCKHOLDERS' DEFICIT	<u>(15,416,958)</u>	<u>(12,977,277)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	<u>\$ 2,692,805</u>	<u>\$ 2,899,546</u>

PROVISION HOLDING, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
UNAUDITED

	<u>Three Months Ended</u> <u>December 31,</u>		<u>Six Months Ended</u> <u>December 31,</u>	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
REVENUES				
Advertising revenues	\$ -	\$ 158,700	\$ -	\$ 158,700
Hardware revenues	-	101,325	15,750	110,195
Hardware revenues – related party	-	1,196,552	-	1,196,552
Software revenues – related party	-	16,614	-	66,456
TOTAL REVENUES	<u>-</u>	<u>1,473,191</u>	<u>15,750</u>	<u>1,531,903</u>
COST OF REVENUES	<u>237,246</u>	<u>1,784,956</u>	<u>256,113</u>	<u>1,840,983</u>
GROSS (LOSS) PROFIT	<u>(237,246)</u>	<u>(311,765)</u>	<u>(240,363)</u>	<u>(309,080)</u>
EXPENSES				
General and administrative	678,951	693,730	1,695,799	1,516,539
Research and development	40,482	69,772	89,111	219,904
TOTAL OPERATING EXPENSES	<u>719,433</u>	<u>763,502</u>	<u>1,784,940</u>	<u>1,736,443</u>
LOSS FROM OPERATIONS	<u>(956,679)</u>	<u>(1,075,267)</u>	<u>(2,025,273)</u>	<u>(2,045,523)</u>
OTHER INCOME (EXPENSE)				
Change in fair value of derivative liability	47,440	2,561	160,770	62,418
Debt modification expense	-	-	(40,000)	-
Loss on settlement of debt	-	(48,000)	-	(48,000)
Amortization of debt and warrant discount and financing costs	(612,855)	(458,855)	(1,246,277)	(917,710)
Interest expense	(291,196)	(298,049)	(664,964)	(552,322)
TOTAL OTHER EXPENSE	<u>(856,611)</u>	<u>(802,343)</u>	<u>(1,790,471)</u>	<u>(1,455,614)</u>
LOSS BEFORE INCOME TAXES	<u>(1,813,290)</u>	<u>(1,877,610)</u>	<u>(3,815,744)</u>	<u>(3,501,137)</u>
Income tax expense	-	-	-	-
NET LOSS	<u>\$ (1,813,290)</u>	<u>\$ (1,877,610)</u>	<u>\$ (3,815,744)</u>	<u>\$ (3,501,137)</u>
NET LOSS PER COMMON SHARE				
Basic and diluted	<u>\$ (0.01)</u>	<u>\$ (0.02)</u>	<u>\$ (0.03)</u>	<u>\$ (0.04)</u>
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING				
Basic and diluted	<u>140,956,477</u>	<u>98,731,644</u>	<u>138,595,199</u>	<u>95,993,522</u>



Source: Provision Holding Inc.