

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. It contains the resolutions to be voted on at a General Meeting of the Company to be held on 26 November 2015. If you are in any doubt about the contents of this document and/or as to what action you should take, you are recommended to seek your own personal financial advice from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000, as amended if you are resident in the United Kingdom or, if not, from any other appropriately authorised independent financial adviser.

If you sell, have sold or otherwise transferred all of your ordinary shares in the Company you should deliver this document together with the enclosed Form of Proxy as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. If you sell, have sold or otherwise transferred part only of your holding of ordinary shares, please retain this document and the accompanying Form of Proxy and consult the purchaser or transferee or the stockbroker, bank or other agent through whom the sale or transfer was effected.

The Directors, whose names appear on page 2 of this document, accept responsibility for the information contained in this document. To the best of the knowledge and belief of each of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this document is in accordance with the facts, and this document makes no omission likely to effect the import of such information.

SerVision plc

(Incorporated in England & Wales with registered number 05143241)

Notice of General Meeting

This document should be read as a whole in conjunction with the accompanying Form of Proxy. Your attention is drawn to the letter to shareholders from the Chairman and CEO of SerVision plc which is set out on pages 2 to 4 of this document. This letter explains the background to and reasons for the General Meeting and contains a recommendation that you vote in favour of the Resolutions to be proposed at the General Meeting referred to below.

Notice of the General Meeting of SerVision plc to be held at the offices of Adams & Remers LLP, Dukes Court, 32 Duke Street, St James's, London, SW1Y 6DF at 3.00 pm on 26 November 2015 is set out at the end of this document. **Whether or not you intend to be present at the General Meeting, you are urged to complete and return the enclosed Form of Proxy in accordance with the instructions printed thereon so as to arrive as soon as possible and in any event not later than 3.00 pm on 24 November 2015 (or 48 hours before any adjournment of the General Meeting).**

Application will be made for the Conditional Placing Shares and the Subscription Shares to be admitted to trading on AIM ("**Admission**"). It is expected that Admission will become effective and that dealings in the Conditional Placing Shares and the Subscription Shares will commence on AIM on 27 November 2015.

This document contains forward-looking statements with respect to the Company and the proposals set out in this document. These statements involve known and unknown risks and uncertainties as they relate to and depend on circumstances that occur in the future. Actual results may differ materially from those expressed in the forward-looking statements.

LETTER FROM THE CHAIRMAN AND CEO

SerVision plc

(Incorporated in England & Wales with registered number 05143241)

Directors:

Gidon Tahan (Chairman and CEO)
Eitan Yanuv (Finance Director)
Chaim Levy (Non-Executive Director)

Registered Office:

Dukes Court
32 Duke Street
St James's
London
SW1Y 6DF

2 November 2015

To the holders of ordinary shares, and for information only, to the holders of options over ordinary shares

Dear Shareholder

NOTICE OF GENERAL MEETING

1. Placing and Subscription

The Board of SerVision announced on 25 September 2015 a capital raising of £797,684 (before expenses) to be used by the Company to satisfy the Company's existing order book and for general working capital purposes. This is being effected by means of a placing of 22,790,972 new ordinary shares of 1 pence each ("**Ordinary Shares**") in the Company (the "**Placing Shares**") at a price of 3.5 pence ("**Placing Price**") per Placing Share (the "**Placing**").

A total of £617,584, representing the issue of 17,645,258 of the Placing Shares to new and existing investors (the "**Firm Placing Shares**"), was raised pursuant to the Company's existing share authorities. The Firm Placing Shares were admitted to trading on the AIM market of the London Stock Exchange on 1 October 2015.

The balance of £180,100, representing the issue of 5,145,714 of the Placing Shares (the "**Conditional Placing Shares**"), is conditional upon shareholder approval through the passing of certain resolutions (the "**Resolutions**") to be proposed at a general meeting of the Company to be held at the offices of Adams & Remers LLP, Dukes Court, 32 Duke Street, St James's, London, SW1Y 6DF on 26 November 2015 at 3.00 pm (the "**General Meeting**") and Admission.

Subsequent to the announcement of the Placing the Company announced on 2 November 2015 that it has raised an additional sum of £451,435 by way of a subscription ("**Subscription**") for Ordinary Shares from certain existing shareholders of the Company at the Placing Price which will be satisfied by the issue of an additional 12,898,142 new Ordinary Shares ("**Subscription Shares**"). The issue of the Subscription Shares is also conditional upon shareholder approval at the General Meeting.

Subject to the passing of the Resolutions, it is expected that Admission will become effective and that dealings in the Conditional Placing Shares and the Subscription Shares will commence on 27 November 2015.

The Conditional Placing Shares and the Subscription Shares will be equivalent to approximately 14.2 per cent. of the enlarged issued share capital of SerVision following Admission and the Placing Price represented a 24.3 per cent. discount to the Company's closing mid-market price of 4.625 pence on 24 September 2015, being the last practicable date prior to the announcement of the Placing on 25 September 2015, and a 27.2 per cent. premium to the Company's closing mid-market price of 2.75 pence on 29 October 2015, being the last practicable date prior to the dispatch of this Circular on 2 November 2015.

The issue of the Conditional Placing Shares and the Subscription Shares are conditional upon the passing of the Resolutions by shareholders at the General Meeting to authorise the allotment of the Conditional Placing Shares and the Subscription Shares and to approve the disapplication of pre-emption rights to enable the Board of SerVision to allot the Conditional Placing Shares and the Subscription Shares. The Board has convened the General Meeting at which shareholders in SerVision will be asked to consider and, if thought fit, pass the Resolutions.

Application will be made shortly to the London Stock Exchange for the Conditional Placing Shares and the Subscription Shares to be admitted to trading on AIM. It is expected that, following the passing of the Resolutions at the General Meeting, dealings in the Conditional Placing Shares and the Subscription Shares will commence on or around 27 November 2015. Subject to the passing of the Resolutions and Admission becoming effective on or around 27 November 2015, the Conditional Placing Shares and the Subscription Shares will rank *pari passu* with the existing issued ordinary share capital of SerVision.

The purpose of this document is to provide you with information about the Placing and the Subscription to explain why the Directors consider the passing of the Resolutions to enable the issue of the Conditional Placing Shares and the Subscription Shares to occur to be in the best interests of the Company and the shareholders of the Company and why the Board of SerVision unanimously recommend that you vote in favour of the Resolutions to be proposed at the General Meeting, notice of which is set out at the end of this document.

2. Background to the Placing and the Subscription and use of proceeds

The Board of SerVision believed that there was an opportunity to raise funds from a small number of investors and therefore decided to effect the fundraising by way of the Placing and the Subscription following a limited and targeted marketing exercise, rather than by offering all shareholders in the Company the opportunity to acquire further shares. The Board of SerVision believed that the additional cost and delay which would have been incurred in connection with any such offer would not have been in the best interests of the Company. The net proceeds of the Placing and the Subscription are being put towards the general working capital requirements of the Company and to satisfy the Company's existing order book.

3. General Meeting and action to be taken

Set out at the end of this document is a notice of General Meeting which is to be held at 3.00 pm on 26 November 2015 at the offices of Adams & Remers LLP, Dukes Court, 32 Duke Street, St James's, London, SW1Y 6DF at which the Resolutions will be put to shareholders.

Shareholders will find enclosed with this document a form of proxy for use at the General Meeting. The form of proxy should be completed and returned in accordance with the instructions printed thereon so as to arrive at the Company's Registrars, Capita Asset Services, as soon as possible and not later than 3.00 pm on 24 November 2015. Completion and return of the form of proxy will not prevent shareholders from attending and voting at the General Meeting should they so wish.

Information relating to the Resolutions

Resolution 1

Resolution 1 is an ordinary resolution and authorises the Directors, pursuant to section 551 of the Companies Act 2006, to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company up to a nominal value of £603,111, which represents such an amount to authorise the Company to allot the Conditional Placing Shares and the Subscription Shares and an amount equivalent to one third of the nominal value of the issued share capital as enlarged by the Placing and the Subscription without the need to call a further General Meeting. This authority will terminate on the earlier of 15 months after the date that this resolution is passed and the conclusion of the 2016 Annual General Meeting of the Company.

Resolution 2

Resolution 2, which is conditional upon resolution 1 being passed, disapplies the statutory pre-emption rights contained in section 561 of the Companies Act 2006 in respect of Ordinary Shares up to a nominal value of £51,457.14, which represents the Conditional Placing Shares. This authority will terminate on the earlier of 15 months after the date that this resolution is passed and the conclusion of the 2016 Annual General Meeting of the Company.

Resolution 3

Resolution 3, which is conditional upon resolution 1 being passed, disapplies the statutory pre-emption rights contained in section 561 of the Companies Act 2006 in respect of ordinary shares up to a nominal value of £128,981.42, which represents the Subscription Shares. This authority will terminate on the earlier of 15 months after the date that this resolution is passed and the conclusion of the 2016 Annual General Meeting of the Company.

Resolution 4

Resolution 4, which is conditional upon resolution 1 being passed, disapplies the statutory pre-emption rights in section 561 of the Companies Act 2006 in respect of equity securities up to a nominal value of £253,603, which represent 20 per cent. of the issued share capital of the Company, as enlarged by the Conditional Placing Shares and the Subscription Shares, without the need to call a further General Meeting. This authority will terminate on the earlier of 15 months after the date that this resolution is passed and the conclusion of the 2016 Annual General Meeting of the Company.

4. Related Party Transaction

One of the subscribers for the Subscription Shares is Gabriel Sassoon, a substantial shareholder in SerVision holding 13,316,528 Ordinary Shares representing 12.24% of the current issued share capital and total voting rights of the Company. As such Gabriel Sassoon is considered to be a related party pursuant to Rule 13 of the AIM Rules for Companies.

The subscription by Gabriel Sassoon for 5,676,428 Subscription Shares is deemed to be a related party transaction pursuant to Rule 13 of the AIM Rules for Companies. The Directors of the Company consider, having consulted with the Company's nominated adviser, Allenby Capital Limited, that the terms of the subscription by Gabriel Sassoon for 5,676,428 Subscription Shares are fair and reasonable insofar as the Company's shareholders are concerned.

5. Recommendation

The Directors consider the issue of the Conditional Placing Shares and the Subscription Shares and the approval of the Resolutions to be in the best interests of the Company and the shareholders as a whole and unanimously recommend you vote in favour of the Resolutions, as your Directors intend to do or procure to be done in respect of their beneficial holdings of Ordinary Shares amounting to, in aggregate, 10,015,360 Ordinary Shares, representing approximately 9.2 per cent. of the current issued share capital of the Company.

Yours faithfully

Gidon Tahan
Chairman and CEO

Company Number: 05143241

NOTICE OF GENERAL MEETING

SERVISION PLC

(the "Company")

NOTICE IS HEREBY GIVEN THAT a general meeting of the Company will be held at the offices of Adams & Remers LLP, Dukes Court, 32 Duke Street St James's, London SW1Y 6DF on 26 November 2015 at 3.00 pm in order to consider and, if thought fit, pass resolution 1 as an Ordinary Resolution and resolutions 2, 3, and 4 as Special Resolutions:

Ordinary Resolution

1. THAT, in accordance with section 551 of the Companies Act 2006 (the "**Act**"), the board of directors of the Company ("**Directors**") be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £603,111 provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the 2016 annual general meeting of the Company or (if earlier) 15 months from the date of passing this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

Special Resolutions

2. THAT, subject to the passing of resolution 1, the Directors be given the general power to allot equity securities (as defined by section 560 of the 2006 Act) for cash pursuant to the authority conferred by resolution 1 as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to the allotment of 5,145,714 new ordinary shares of 1p each in connection with the issue of the Conditional Placing Shares (as defined in the Circular issued by the Company on 2 November 2015).

The power granted by this resolution will unless renewed, varied or revoked by the Company, expire at the conclusion of the 2016 annual general meeting of the Company or (if earlier) 15 months from the date of passing this resolution.

3. THAT, subject to the passing of resolution 1, the Directors be given the general power to allot equity securities (as defined by section 560 of the 2006 Act) for cash pursuant to the authority conferred by resolution shares, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to the allotment of 12,898,142 new ordinary shares of 1p

each in connection with the Subscription (as defined in the Circular issued by the Company on 2 November 2015).

The power granted by this resolution will unless renewed, varied or revoked by the Company, expire at the conclusion of the 2016 annual general meeting of the Company or (if earlier) 15 months from the date of passing this resolution.

4. THAT, subject to the passing of resolution 1, the Directors be given the general power to allot equity securities (as defined by section 560 of the 2006 Act) for cash, either pursuant to the authority conferred by resolution 1 or by way of a sale of treasury shares, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to:
 - 4.1 the allotment of equity securities in connection with an offer by way of a rights issue:
 - 4.1.1 to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and
 - 4.1.2 to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and
 - 4.2 the allotment of equity securities up to an aggregate nominal amount of £253,603.

The power granted by this resolution will unless renewed, varied or revoked by the Company, expire at the conclusion of the 2016 annual general meeting of the Company or (if earlier) 15 months from the date of passing this resolution, save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors (other than pursuant to Resolutions 3 and 4 above) to allot equity securities as if section 561(1) of the 2006 Act did not apply but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.

BY ORDER OF THE BOARD

**Eitan Tzitz Yanuv
SECRETARY**

Registered Office:

Dukes Court
32 Duke Street
St James's
London
SW1Y 6DF

Dated: 2 November 2015

Notes:

- 1 As a member of the Company, you are entitled to appoint another person as your proxy to exercise all or any of your rights to attend, speak and vote at the Meeting. You should have received a proxy form (the "Proxy Form") with this notice of meeting. You can only appoint a proxy using the Proxy Form and the procedures set out in the notes to the Proxy Form.
- 2 You may appoint more than one proxy in relation to the Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. You may not appoint more than one proxy to exercise the rights attached to any one share. To appoint more than one proxy, please follow the instructions set out in the notes to the Proxy Form.
- 3 To be effective, the Proxy Form must be:
 - completed and signed;
 - sent or delivered to Capita Asset Services at: **PXS1, The Registry, 34 Beckenham Road, Kent BR3 4ZF**;
 - received by Capita Asset Services no later than 48 hours prior to the Meeting or any adjournment thereof, together, if appropriate, with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or, where the Proxy Form has been signed by an officer on behalf of a corporation, a notarially certified copy of the authority under which it is signed.
- 4 Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.
- 5 Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Register of Members as at close of business on the day which is two days before the date of the meeting (or if the meeting is adjourned, those members registered on the Register of Members of the Company as at close of business on the day which is two days before the date of the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. Subsequent changes to entries on the register after this time shall be disregarded in determining the rights of any persons to attend or vote at the meeting.
- 6 In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
- 7 You may not use any electronic address provided either:
 - 7.1 in this notice of meeting; or
 - 7.2 any related documents (including the Proxy Form and the notes to the Proxy Form);to communicate with the Company for any purposes other than those expressly stated.