

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. It contains the resolutions to be voted on at the Extraordinary General Meeting of the Company to be held on 10 July 2017. 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.

SerVision plc

(incorporated and registered in England and Wales under number 05143241)

Notice of Extraordinary 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 (the “**Company**”) which is set out on pages 2 and 3 of this document.

Notice of the Extraordinary General Meeting of the Company to be held at the offices of Adams & Remers LLP, Commonwealth House, 55-58 Pall Mall, London SW1Y 5JH at 11 a.m. on 10 July 2017 is set out at the end of this document. **Whether or not you intend to be present at the Extraordinary 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 11 a.m. on 7 July 2017 (or 48 hours before any adjournment of the Extraordinary General Meeting).**

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)
Antony Legge (Non-Executive Director)

Registered Office:

Commonwealth House
55-58 Pall Mall
London
SW1Y 5JH

15 June 2017

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

Dear Shareholder

Notice of Extraordinary General Meeting

The purpose of this letter is to provide you with details of the upcoming Extraordinary General Meeting which we are holding at the offices of Adams & Remers LLP at Commonwealth House, 55-58 Pall Mall, London SW1Y 5JH on Monday 10 July 2017 at 11 a.m. The formal notice of the Extraordinary General Meeting is set out at the end of this document and a form of proxy for use in connection with the Extraordinary General Meeting is enclosed.

If you would like to vote on the resolutions but cannot come to the Extraordinary General Meeting, please fill in the form of proxy sent to you with this document and return it to Capita Asset Services at PXS1, The Registry, 34 Beckenham Road, Kent BR3 4ZF as soon as possible. They must receive it by 11 a.m. on Friday 7 July 2017.

Cascade Options

On 22 February 2017 SerVision plc (the “**Company**”) announced the terms of a subscription (“**Subscription**”) for new ordinary shares of 1 pence each (“**Ordinary Shares**”) in the capital of the Company made by Cascade SVP, LLC (“**Cascade**”) to raise US\$2 million. The Subscription was made in two separate tranches with the initial US\$1 million being received by the Company on 1 March 2017 resulting in the allotment to Cascade of a total of 7,107,850 new Ordinary Shares at an issue price of 11.3 pence and the second US\$1 million being received on 25 May 2017 resulting in the allotment to Cascade of a further 7,107,850 new Ordinary Shares also at an issue price of 11.3 pence each.

In addition to the US\$2 million subscription, Cascade was granted options (“**Options**”) to invest up to a further US\$4.0 million, in two equal tranches at the same valuation as the Subscription. The first tranche (“**First Tranche**”) is an option to subscribe for up to 15,795,222 new Ordinary Shares (being 11.1% of the current issued share capital) at 12.66 cents each (equivalent to approximately 9.97p at today’s exchange rate), amounting to up to \$2.0 million in aggregate, and exercisable by 20 October 2017. The second tranche (“**Second Tranche**”) is an option to subscribe for up to 17,374,919 new Ordinary Shares at 11.51 cents each (equivalent to approximately 9.06p at today’s exchange rate), again amounting to up to \$2.0 million in aggregate, and exercisable by 29 September 2018.

As at the date of this circular Cascade has a beneficial interest in 14,215,700 Ordinary Shares representing 10.0% of the share capital of the Company. Should Cascade choose to exercise the First Tranche in full, and assuming that no other new Ordinary Shares are issued by the Company, then Cascade would hold up to 19 % of the enlarged issued share capital of the Company. Should Cascade choose to exercise both the First Tranche and the Second Tranche in full, and assuming that no other new Ordinary Shares are issued by the Company, then Cascade would hold up to 27 % of the enlarged issued share capital of the Company.

In order to unconditionally grant the Options and issue new Ordinary Shares pursuant to their future exercise, shareholder approval is required.

Resolution 1 in the notice set out at the end of this document is an ordinary resolution and authorises the Directors to grant the Options and allot Ordinary Shares following their exercise up to a nominal value of £331,701.41 and Resolution 2 is a special resolution to give the Directors power to disapply statutory pre-emption rights in respect of such authority.

Trading update for 2016

The Company has previously stated that they were cautiously optimistic of an improved result for the 12 months ended 31 December 2016 when compared to the comparative period in 2015. Unfortunately, December 2016 was a disappointing month for the Company. A number of sales that had been anticipated for the period, some of which the Company had received pre-payments for, have not been recognised in 2016 and slipped into 2017. However, costs had already been incurred by the Company against their expected delivery. In addition, the Company has incurred a number of non-cash accounting adjustments. The result of reduced sales and increased costs meant that the company is expected to report a total comprehensive loss for the year that is marginally worse than 2015. Overall, revenues for 2016 were slightly ahead of 2015 but slippages of orders into early 2017, a lower gross margin and the higher costs referred to above has led to the increased loss.

A further update will be provided at the time of the release of the results for the year ended 31 December 2016 which are due for release by 30 June 2017.

Registered office address

Following a recent change of building name the Company's registered office is Commonwealth House, 55-58 Pall Mall, London, SW1Y 5JH.

Recommendation

The Directors consider the grant of the Options 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 7.05 per cent. of the current issued share capital of the Company.

Yours faithfully

Gidon Tahan
Chairman and CEO

Company Number: 05143241

NOTICE OF EXTRAORDINARY GENERAL MEETING

SERVISION PLC

(the "Company")

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting of the Company will be held at the offices of Adams & Remers LLP, Commonwealth House, 55-58 Pall Mall, London SW1Y 5JH on 10 July 2017 at 11 a.m. in order to consider and, if thought fit, pass resolution 1 as an Ordinary Resolution and resolution 2 as a Special Resolution:-

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 grant rights to subscribe for shares in the Company ("**Rights**") and to allot shares following exercise of such Rights to Cascade SVP, LLC up to an aggregate nominal amount of £331,701.41 in accordance with the terms of their subscription described in the document accompanying this Notice provided that this authority shall unless renewed, varied or revoked by the Company, expire at the conclusion of the 2019 annual general meeting of the Company 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.

Special Resolution

2. THAT, subject to the passing of Resolution 1, the Directors be and are hereby empowered to allot equity securities (as defined in the Act) as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the grant of equity securities to Cascade up to an aggregate nominal amount of £331,701.41 and provided that this authority shall unless renewed, varied or revoked by the Company, expire at the conclusion of the 2019 annual general meeting of the Company 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.

BY ORDER OF THE BOARD

**Eitan Tzitz Yanuv
SECRETARY**

Registered Office:

Commonwealth House
55-58 Pall Mall
London
SW1Y 5JH

Dated: 15 June 2017

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 11.00 a.m. on 7 July 2017 or 48 hours prior to any adjournment of the Meeting, 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).

