

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. It contains the resolutions to be voted on at the Annual General Meeting of the Company to be held on 24 August 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 Annual 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 to 4 of this document.

Notice of the Annual 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 11.00 a.m. on 24 August 2017 is set out at the end of this document. **Whether or not you intend to be present at the Annual 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 11.00 a.m. on 22 August 2017 (or 48 hours before any adjournment of the Annual 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

31 July 2017

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

Dear Shareholder

Notice of Annual General Meeting

1. Introduction.

The purpose of this document is to provide you with the details of the 2017 Annual General Meeting (“**AGM**”) which we are holding at the offices of Adams & Remers LLP at Commonwealth House, 55-58 Pall Mall, London SW1Y 5JH on 24 August 2017 at 11.00 a.m. The formal notice of the AGM is set out at the end of this document and a form of proxy for use in connection with the AGM is enclosed.

If you would like to vote on the resolutions but cannot come to the AGM, 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 11.00 a.m. on 22 August 2017.

As well as dealing with routine business to be transacted at the AGM as described below, there will be one item of special business relating to the adoption of new Articles of Association of the Company.

2. Adoption of new Articles of Association

The current Articles of Association of the Company were adopted on 20 July 2004 and are now considered somewhat out of date following the implementation of the Companies Act 2006. The Company proposes that new articles of association (“New Articles”) be adopted to:

- remove inconsistencies with the current company law regime;
- to take advantage of certain de-regulatory provisions contained in the Companies Act 2006;
- to remove obsolete provisions; and
- to remove certain restrictions on the borrowing powers of directors.

In all material respects, the New Articles will not change the rights of shareholders or the rights attaching to the holders of shares.

A copy of the proposed New Articles is available for inspection at www.servision.net and may be inspected at the offices of Adams & Remers LLP, Commonwealth House, 55-58 Pall Mall, London SW1Y 5JH during normal business hours on any weekday (public holidays excepted) from the date of this document until the date of the AGM.

Explanation of Resolutions

Resolution 1: Annual Report and Accounts

All quoted companies are required by law to lay their annual accounts before a general meeting of the Company, together with the directors' reports and auditors' report on the accounts. At the AGM, the directors will present these documents to the shareholders for the financial year ended 31 December 2016.

Resolution 2: Appointment of auditors and agreeing their remuneration

This resolution concerns the reappointment of haysmacintyre as auditors until the conclusion of the next general meeting at which accounts are laid, that is, the next Annual General. It also authorises the Directors to agree the auditors' remuneration.

Resolution 3: Reappointment of Antony Legge as a director

Since Antony Legge was appointed a director following the 2016 Annual General Meeting of the Company he is retiring at the Annual General Meeting and offering himself up for reappointment in accordance with good corporate governance.

Resolution 4: Reappointment of Eitan Yanuv as a director

This resolution concerns the re-election of Eitan Yanuv who is retiring at the meeting by rotation in accordance with the Company's articles of association.

Resolution 5: Authority to allot shares

This resolution grants the directors authority to allot shares in the capital of the Company and rights to subscribe for shares up to an aggregate nominal value of £473,857, representing approximately one third of the nominal value of the issued ordinary share capital of the Company as at 27 July 2017, being the latest practicable date before publication of this notice. The directors do not have any present intention of exercising the authorities conferred by this resolution but they consider it desirable that the specified amount of authorised but unissued share capital is available for issue so that they can more readily take advantage of possible opportunities. Unless revoked, varied or extended, this authority will expire at the conclusion of the next AGM of the Company or 24 November 2018, whichever is the earlier.

Resolution 6: Resolution to disapply pre-emption rights

This resolution authorises the directors in certain circumstances to allot equity securities for cash other than in accordance with the statutory pre-emption rights (which require a company to offer all allotments for cash first to existing shareholders in proportion to their holdings). The relevant circumstances are either where the allotment takes place in connection with a rights issue or the allotment is limited to a maximum nominal amount of £473,857, representing approximately one third of the nominal value of the issued ordinary share capital of the Company as at the date of this letter. Unless revoked, varied or extended, this authority will expire at the conclusion of the next AGM of the Company or 24 November 2018, whichever is the earlier.

Resolution 7: Adoption of New Articles

This resolution deals with the adoption of the New Articles as outlined above.

Recommendation

The Directors consider that all of the Resolutions will promote the success of the Company for the benefit of all of its shareholders 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 ANNUAL GENERAL MEETING

SERVISION PLC

NOTICE IS HEREBY GIVEN THAT the 2017 annual general meeting of Servision plc ("**Company**") will be held at the offices of Adams & Remers LLP, Commonwealth House, 55-58 Pall Mall, London SW1Y 5JH on 24 August 2017 at 11.00 a.m. for the following purposes:

Ordinary Business

To consider and, if thought fit, to pass the following resolutions which will be proposed as ordinary resolutions:

1. To receive the Annual Report and Financial Statements of the Company and reports thereon of the directors and auditors for the financial year ended 31 December 2016.
2. To reappoint haysmacintyre as the Company's auditors until the next Annual General Meeting and to authorise the directors to agree their remuneration.
3. To reappoint Antony Legge as a director who is retiring and standing for reappointment following his appointment as a director following last year's Annual General Meeting.
4. To reappoint Eitan Yanuv as a director who is retiring and standing for reappointment in accordance with article 20 of the Company's articles of association.

Special Business

To consider and, if thought fit, pass the following resolutions, of which resolution 5 will be proposed as an ordinary resolution and resolutions 6 and 7 will be proposed as special resolutions:-

5. THAT, in accordance with section 551 of the Companies Act 2006 ("**Act**"), the directors of the Company ("**Directors**") be generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company ("**Shares**") or grant rights to subscribe for, or to convert any security or other convertible instrument into, Shares ("**Rights**") up to an aggregate nominal amount of £473,857. The authority conferred by this Ordinary Resolution 5 shall expire on the earlier of the conclusion of the 2018 Annual General Meeting of the Company and 24 November 2018, but the Company may, before expiry, make an offer or agreement which would or might require Shares to be allotted or Rights after the expiry date, and the Directors may allot Shares or grant Rights in pursuance of such an offer or agreement as if the power conferred by this Ordinary Resolution had not expired.

Ordinary Resolution 5 revokes and replaces all unexercised authorities previously granted to the Directors to allot Shares or grant Rights 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.

6. THAT, the Directors be given the general power to allot equity securities (as defined by section 560 of the Act) for cash, either pursuant to the authority conferred by resolution 5 or by way of a sale of treasury shares, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to:

6.1 the allotment of equity securities in connection with an offer by way of a rights issue:

6.1.1 to the holders of ordinary shares in the capital of the Company in proportion (as nearly as may be practicable) to their respective holdings; and

6.1.2 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 to deal with treasury shares, fractional entitlements or legal or regulatory or practical problems arising under the laws or requirements of any overseas territory or by virtue of shares being represented by depositary receipts or the requirements of any regulatory body or stock exchange or any other matter whatsoever; and

6.2 the allotment (otherwise than pursuant to paragraph 6.1 above) of equity securities up to an aggregate nominal amount of £473,857.

The authority conferred by this Special Resolution 6 shall unless previously revoked, varied or extended expire on the earlier of the conclusion of the 2018 Annual General Meeting of the Company and 24 November 2018, save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors of the Company may allot equity securities in pursuance of such an offer or agreement notwithstanding that the power conferred by this Special Resolution 6 has expired.

7. THAT the draft articles of association produced to the meeting and, for the purposes of identification, initialled by the Chairman be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

BY ORDER OF THE BOARD

Eitan Tzitz Yanuv
Company Secretary

Registered Office:

Commonwealth House
55-58 Pall Mall
London
SW1Y 5JH

Dated: 31 July 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 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.