

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt about the contents of this document or about what action you should take, you should consult your stockbroker, accountant or other independent professional advisor authorised under the Financial Services and Markets Act 2000.

If you have sold or transferred all your ordinary shares in Customvis plc (the "Company"), please hand this document (together with the accompanying proxy form) as soon as possible to the stockbroker or other agent through whom you made the sale or transfer for transmission to the purchaser.

NOTICE OF ANNUAL GENERAL MEETING

OF

CUSTOMVIS PLC

(Registered in England and Wales with registered number 4609602)

LETTER FROM THE CHAIRMAN

Directors
Simon Carroll (*Non-Executive Chairman*)
Dr Paul van Saarloos (*Chief Executive Officer*)
Emanuel Saul Rosen (*Non-Executive Director*)
Stuart Usher (*Non-Executive Director*)

Registered Office
7 Devonshire Square
Cutlers Gardens
London
EC2M 4YH

19 January 2010

To Shareholders (and for information only) Optionholders

Dear Shareholder

ANNUAL GENERAL MEETING

I am writing to inform you that the annual general meeting of the Company ("**Meeting**") will be held at Room 2665, Moorfields Eye Hospital, London EC1V 2PD on 11 February 2010 at 10.00 am. The formal notice of Meeting and resolutions to be proposed are set out in this document.

A copy of the report and accounts of the Company for the year ended 30 June 2009 has been previously sent to shareholders and is available at www.customvis.com on the Company website.

The business of the Meeting will be to receive the report and accounts and to conduct other ordinary and special business of the Company as set out in the notice. No dividend is being proposed. To assist, an explanation of each of the resolutions follows.

If you would like to vote on the resolutions but cannot come to the Meeting, you can appoint another person as your proxy to exercise all or any of your rights to attend, vote and speak at the Meeting by using one of the methods set out in the notes to the notice of the Meeting and enclosed Proxy Form.

Explanatory Memorandum - the Resolutions

Resolutions 1 to 6 are proposed as ordinary resolutions. This means that for each of those resolutions to be passed, more than half of the votes cast must be in favour of the resolution. Resolution 7 is proposed as a special resolution. This means that for it to be passed, at least three-quarters of the votes cast must be in favour of the resolution.

Resolution 1

The Directors of the Company must present the accounts to the AGM.

Resolution 2

This resolution proposes the re-appointment of Horwath Clark Whitehill LLP as auditors to the Company and authorises the directors to set their remuneration.

Resolutions 3 and 4

The Company's articles of association require directors to retire by rotation every three years and require any directors appointed by the board to retire at the next annual general meeting following their appointment. Dr Paul van Saarloos is required to retire by rotation at the Meeting and offers himself for re-election. Mr Stuart Usher was appointed as an additional director by the board prior to the Meeting. He therefore retires at the Meeting and offers himself for re-election.

Resolution 5

The Companies Act 2006 abolishes the requirement for a company to have an authorised share capital and Resolution 5 will give effect to this in relation to the Company. The Directors will still be limited as to the number of shares that they can at any time allot because allotment authority continues to be required under the Companies Act 2006, save in respect of employee share schemes.

Resolution 6

Resolution 6 seeks approval to renew the directors' authority to allot shares (or securities carrying rights to subscribe for or to convert into shares) outside employee share schemes. If approved, this authority is limited to a maximum of 180,000,000 ordinary shares of 0.01p each in the capital of the Company ("**Ordinary Shares**") which represents approximately 93% of the issued share capital of the Company. The authority will expire at the next annual general meeting of the Company or, if earlier, 15 months from the date of passing of this resolution.

Resolution 7

Resolution 7 seeks approval to disapply statutory pre-emption rights which require that any shares to be allotted for cash (other than under employee share schemes) must first be offered to existing shareholders. This authority is in respect of the grant of options to Dr Paul van Saarloos in respect of up to 20,000,000 Ordinary Shares and is otherwise limited to a maximum of 160,000,000 Ordinary Shares.

As noted in the 2009 Annual Report, the Directors continue to implement developments to fund ongoing operations and growth. One option being considered by the Directors is to raise additional working capital in the course of 2010 and the authority sought under this resolution will give the Directors flexibility to raise capital, should this be necessary in the best interests of the Company, without following the strict statutory pre-emption provisions and potentially delaying a fundraising.

The Board has restructured the employment conditions of the CEO, Dr Paul van Saarloos and the options proposed to be granted to Dr van Saarloos are outside the existing share option scheme approved by the Company's shareholders on 13 December 2004. They are in respect of 20,000,000 Ordinary Shares and will contribute to his employment conditions through a 24% reduction in his direct salary and a comprehensive incentive program over the next three years. The options are at exercise prices and vesting dates as described in Table 1 below and are subject to certain performance criteria being achieved:

	No of Options	Exercise Price	Vesting Date	Expiry of Option
Tranche 1	5,000,000	£0.02	30 June 2010	30 June 2015
Tranche 2	5,000,000	£0.03	30 June 2011	31 Dec 2016
Tranche 3	2,000,000	£0.045	30 June 2011	30 June 2016
Tranche 4	4,000,000	£0.06	30 June 2012	30 June 2017
Tranche 5	4,000,000	£0.10	30 June 2012	30 June 2017
	<u>20,000,000</u>			

This authority will expire at the next annual general meeting of the Company or, if earlier, 15 months from the date of passing of this resolution.

Action to be taken

Shareholders will find enclosed with this document a Proxy Form for use at the Meeting. To be valid, Forms of Proxy or CREST Proxy Instructions for use at the meeting must be completed and returned so as to be received at the offices of the Company's registrars, Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU or via CREST as soon as possible and not later than 10.00 am on 9 February 2010. The completion and depositing of a Proxy Form will not preclude you from attending and voting in person at the Meeting should you wish to do so.

Recommendation

Your Directors consider that all the resolutions in the notice of the Meeting are in the best interests of the Company and its shareholders as a whole and recommend that you vote in favour of them as they intend to do in respect of their own beneficial holdings.

Yours faithfully

Simon Carroll
Chairman

CUSTOMVIS plc ("Company")

(Incorporated in England and Wales with registered number 04609602)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Company will be held at Room 2665, Moorfields Eye Hospital, London EC1V 2PD on 11 February 2010 at 10 am. You will be asked to consider and vote on the resolutions below. Resolutions one to six will be proposed as ordinary resolutions and resolution seven will be proposed as a special resolution.

ORDINARY RESOLUTIONS

1. To receive, consider and adopt the financial statements for the year ended 31 December 2009 together with the Report of the Directors and the Independent Auditors Report to the Members.
2. To re-appoint Horwath Clark Whitehill LLP as auditors and to authorise the Directors to determine their remuneration.
3. To re-elect as a Director Dr Paul van Saarloos, who retires by rotation in accordance with article 22.5(a) of the articles of association of the Company, and who, being eligible, offers himself for reappointment.
4. To re-elect as a Director Mr Stuart Usher, who retires in accordance with article 22.2 of the articles of association of the Company, and who, being eligible, offers himself for reappointment.
5. THAT, in accordance with paragraph 42 of Schedule 2 to the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008, the amount of the Company's authorised share capital, as included or deemed to be included in the articles of association of the Company, shall be revoked and shall not restrict the maximum amount of shares that may be allotted by the Company.
6. THAT, pursuant to the provisions of Section 551 of the Companies Act 2006 ("**2006 Act**") the Directors be and are hereby generally and unconditionally authorised (in substitution for all previous authorities conferred upon the Directors pursuant to Section 80 of the Companies Act 1985 or Section 551 of the 2006 Act but without prejudice to the allotment of any relevant securities already made or agreed to be made pursuant to such authorities) to exercise all of the powers of the Company to allot relevant securities (within the meaning of Section 560 of the 2006 Act) up to an aggregate nominal amount of £18,000 and this authority, unless it is (prior to its expiry) duly revoked or varied or is renewed, shall expire 15 months from the date hereof or, if earlier, the date of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTION

7. THAT, subject to the passing of resolution 6, the Directors be and they are hereby given the general power to allot equity securities (as defined by section 560 of

the Companies Act 2006) for cash, pursuant to the general authority conferred by resolution 6 as if section 561(1) of the Companies Act 2006 did not apply to any such allotment, provided that this power shall be limited to:

- 7.1. the grant of options in respect of ordinary shares in the Company (and the allotment of shares pursuant to such options) to Dr Paul van Saarloos up to an aggregate nominal amount of £2,000, such options to be outside the existing share option scheme approved by the Company's shareholders on 13 December 2004; and
- 7.2. the allotment of equity securities up to an aggregate nominal amount of £16,000; and
- 7.3. the allotment of equity securities in connection with a rights issue or other pro rata offer in favour of holders of ordinary shares in the capital of the Company where the equity securities respectively attributable to the interests of all the ordinary shareholders are proportionate (as nearly as may be) to the respective members of equity securities held by them subject in each case to such exclusions or other arrangements as the Board may deem necessary or expedient to deal with fractional entitlements, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange,

and this authority, unless it is (prior to its expiry) duly revoked or varied or is renewed, shall expire 15 months from the date hereof or, if earlier, the date of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

By order of the Board

Stuart Usher
Company secretary

CustomVis plc
7 Devonshire Square
Cutlers Gardens
London
EC2M 4YH
19 January 2010

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

Entitlement to attend and vote

1. Only those members registered on the Company's register of members at:
 - 6.00 pm on 9 February 2010; or,
 - if this Meeting is adjourned, at 6.00 pm on the day two days before the date of the adjourned meeting,shall be entitled to attend and vote at the Meeting.

Appointment of proxies

2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
3. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please complete the requisite number of proxy forms and state clearly on each such proxy form the number of shares in relation to which the proxy is appointed to exercise your rights. When appointing more than one proxy, failure to specify the number of shares in relation to which a proxy is appointed or specifying a number of shares in excess of those held by you will result in such proxy appointment being invalid.
5. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If you either select the "Discretionary" option or if no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

Appointment of proxy using hard copy proxy form

6. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.
7. To appoint a proxy using the proxy form, the form must be:
 - completed and signed;
 - sent or delivered to Capita Registrars Limited, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU; and
 - received by Capita Registrars Limited no later than 10.00 am on 9 February 2010.
8. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
9. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Appointment of proxies through CREST

10. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available from <https://www.euroclear.com/site/public/EUI>). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
11. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by Capita Registrars (ID RA 10) by 10.00 am on 9 February 2010. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

12. CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
13. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

Appointment of proxy by joint members

14. 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).

Changing proxy instructions

15. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.
16. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Capita Registrars on 0871 664 0300. Calls cost 10p per minute plus network extras.
17. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

18. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Capita Registrars Limited, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

The revocation notice must be received by Capita Registrars Limited no later than 10.00 a.m on 9 February 2010.

19. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.
20. 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.

Corporate representatives

21. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.

Communication

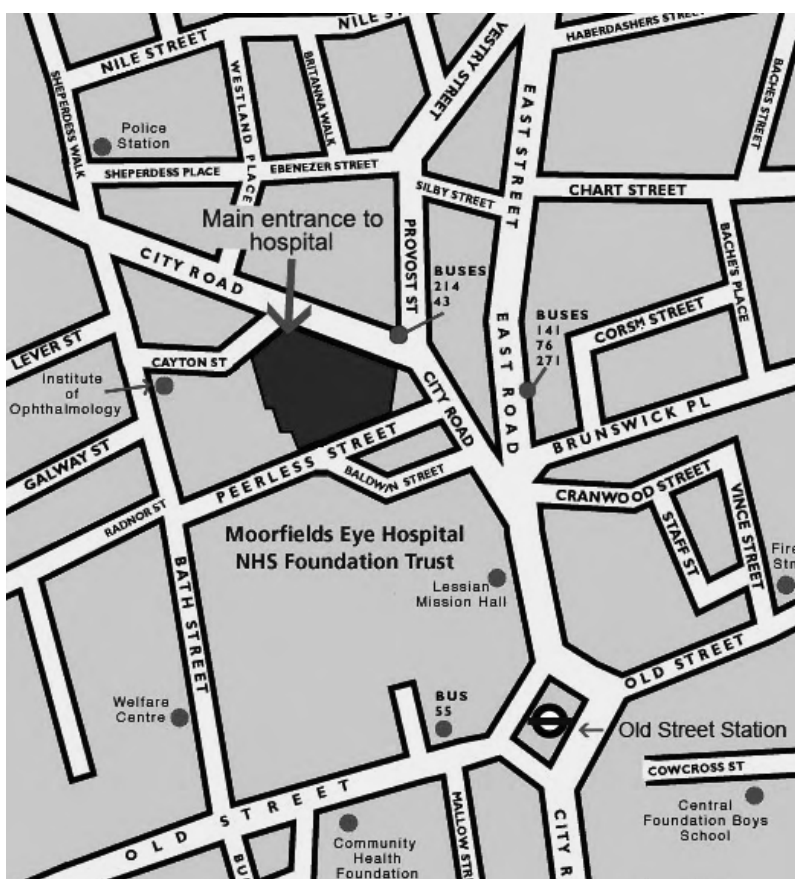
22. Except as provided above, members who have general queries about the Meeting should contact Capita Registrars on 0871 664 0300 (calls cost 10p per minute plus network extras). No other methods of communication will be accepted.
23. You may not use any electronic address provided either:
 - in this notice of annual general meeting; or
 - any related documents (including the chairman's letter and proxy form),
 - to communicate with the Company for any purposes other than those expressly stated.

ANNUAL GENERAL MEETING OF CUSTOMVIS PLC

Room 2665, Moorfields Eye Hospital, London EC1V 2PD on 11 February 2010 at 10.00 am

HOW TO GET THERE

Enter through new Main Entrance and proceed to "Room 2665 - Dining Room Extension"



Directions

Underground: Northern Line (City branch) to Old Street station. Come out of exit 8 and follow the green painted line to the building. The Trust's site at City Road in central London has a new main entrance. Patients and visitors coming to the hospital should now access the building via Cayton Street, which is the first turning on your left, a further 40 metres heading north down City Road from the old entrance. Moorgate (Northern, Hammersmith and City, Circle, Metropolitan), Barbican (Circle, Hammersmith and City, Metropolitan) and Angel (Northern) are about a 10 minute walk away.

Train: Old Street station is on the First Capital Connect line. Liverpool Street, Kings Cross and Euston are all a short bus ride away.

Bus: 21, 43, 55, 76, 141, 205, 214, 243, 271 and 394 serve City Road and Old Street. Check the TFL or Journey Planner websites for more information.

Car: Moorfields is on the A501, and is approximately 6.5 miles from junction one on the M1. There is very limited meter parking near the hospital. There are various car parks near to the hospital, the nearest NCP car park is approximately 10 minutes walk/a bus ride away down City Road at Finsbury Square.

Congestion charge for vehicles: congestion charging operates in Central London, Monday - Friday, 7am - 6.30pm (excluding public holidays). City Road is located just inside the zone. Visitors coming in to the hospital should note that all side streets are within this zone, and if these are used you will be required to pay the charge. This can be paid at a machine located in Costcutter on City Road. There are alternative car parks close to the hospital (on Nile Street) that are situated outside the zone.