

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 immediately your stockbroker, bank manager, solicitor, accountant or other independent professional adviser authorised under the Financial Services and Markets Act 2000 if you are in the UK, or another appropriately authorised independent financial adviser if you are in a territory outside the UK. The whole of the text of this document should be read.

If you have sold or transferred, or sell or transfer, prior to close of business on 6th November 2017, all of your ordinary shares in Symphony Environmental Technologies PLC, please send this document (together with the accompanying Proxy Form) 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 transmission to the purchaser or transferee. If you have sold or otherwise transferred, or sell or transfer, part only of your shareholding you should likewise contact your stockbroker, banker or other agent through whom the sale or transfer was effected, for onward transmission to the purchaser or transferee.

The Directors, whose names appear on page 3 of this document, accept responsibility for the information contained in this document. To the best of the knowledge, information 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 affect the import of such information.

SYMPHONY ENVIRONMENTAL TECHNOLOGIES PLC

(Registered in England and Wales with registered number 3676824)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Your attention is drawn to the letter from the Chairman of Symphony Environmental Technologies PLC on pages 3 to 5 of this document which contains information in relation to the proposed Resolution and your Board's recommendation to vote in favour of it at the Extraordinary General Meeting referred to below. This document should be read in conjunction with the Notice of Extraordinary General Meeting set out at the end of this document and the accompanying Proxy Form for use in connection with the meeting.

The Extraordinary General Meeting is to be held at 10.00 am on 8th November 2017 at the offices of Symphony Environmental Technologies PLC, 6 Elstree Gate, Elstree Way, Borehamwood, Hertfordshire WD6 1JD. **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 be received by the Registrars as soon as possible and in any event not later than 10.00 am on 6th November 2017 (or 48 hours before any adjournment of the Extraordinary General Meeting).**

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EXPECTED TIMETABLE OF EVENTS

| | |
|---|-------------------------------|
| Publication of this document | 19th October 2017 |
| Latest time and date for receipt of Proxy Forms | 10.00 am on 6th November 2017 |
| Extraordinary General Meeting | 10.00 am on 8th November 2017 |
| Expected hearing date of the application to confirm the Capital Reduction | 17th November 2017 |
| Effective date for the Capital Reduction | 30th November 2017 |

NOTES:

1. These dates (except those of receipt of the Proxy Forms and of the Extraordinary General Meeting) are estimates only, being subject to the agreement of a hearing date with the Court the timetable assumes that the Extraordinary General Meeting is not adjourned as a result of there being no quorum, or for any other reason. If there is an adjournment, all subsequent dates and any other dates referred to in this document are likely to be later than those shown.
2. References to time in this document and the Notice of Extraordinary General Meeting are to the official time in force in England on the specified date.

LETTER FROM THE CHAIRMAN OF SYMPHONY ENVIRONMENTAL TECHNOLOGIES PLC

(Registered in England and Wales with registered number 3676824)

Directors:

Nirj Deva (Chairman)
Michael Laurier (Chief Executive)
Ian Bristow (Finance Director)
Michael Stephen (Commercial Director and Deputy Chairman)
Nicolas Clavel (Non-Executive Director)
Shaun Robinson (Non-Executive Director)

6 Elstree Gate
Elstree Way
Borehamwood
Hertfordshire
WD6 1JD

19th October 2017

To all Shareholders of Symphony Environmental Technologies PLC and, for information only, to participants in the Share Option Schemes.

Dear Shareholder

Notice of Extraordinary General Meeting for proposed capital reduction

Introduction

The Board is proposing that the Company undertakes a court approved reduction of capital ("Capital Reduction").

The purpose of this document is to:

- a) explain the background to and reasons for the Capital Reduction including further details on the proposed terms relating thereto;
- b) set out why the Board considers the Capital Reduction to be in the best interest of the Company and its Shareholders as a whole and, accordingly, why the Board unanimously recommends that Shareholders vote in favour of the Resolution; and
- c) give notice of the Extraordinary General Meeting, which will be held at 10am on 8th November 2017.

The notice convening the Extraordinary General Meeting is set out at the end of this document.

Background to and reasons for the proposed Capital Reduction

As a result of numerous share issues the Company has standing to the credit of its share premium account £3,608,041. In accordance with the Companies Act 2006 and applicable accounting practices, the share premium account is an undistributable reserve and, accordingly, the purposes for which the Company can use it are extremely restricted.

The Company's proposal aims to create distributable reserves for the Company by cancelling the amount standing to the credit of the share premium account and transferring it to the Company's profit and loss account. The distributable reserve will be applied, subject to any Court Order, in eliminating retained losses on the Company's balance sheet. Accordingly, the procedure will help to facilitate the payment of future dividends and strengthen the balance sheet of the Company.

The proposal is conditional upon the passing of the Resolution set out in the notice of Extraordinary General Meeting at the end of this document and the confirmation of the Court.

Further details of the proposal are set out on the next page.

LETTER FROM THE CHAIRMAN OF SYMPHONY ENVIRONMENTAL TECHNOLOGIES PLC

(Registered in England and Wales with registered number 3676824)

Capital Reduction - Procedure

Under the Companies Act 2006, companies are permitted to make distributions to shareholders from distributable reserves only. In order to increase the balance of the distributable reserves, the Company, subject to the approval of Shareholders, will make an application to the Court to cancel the balance standing to the credit of the share premium account.

The Court will be concerned to ensure that the interests of the creditors of the Company, as at the date the Capital Reduction takes effect (the date of the Court Order confirming the Capital Reduction is registered with the Registrar of Companies), are not prejudiced. The Company's share capital, which will be unaffected by the Capital Reduction, amounts to £1,516,143.77 and the Company has few creditors. Accordingly, the Board considers that the interests of the creditors of the Company will not be prejudiced by the Capital Reduction, however, some protections will have to be put in place.

The Court accepts various methods of protecting creditors; the Board considers that the most desirable method would be to provide the Court with letters of consent to the proposed reduction from the creditors of the Company. The Company, as a non-trading entity, has only a few creditors and upon the passing of the Resolution the Company will seek to obtain written consent from the creditors to the Capital Reduction. As at the date of this Circular; the Company will require the consent of the following creditors; HSBC Bank as the Company provides a parent guarantee for sums loaned to its subsidiaries and HSBC invoice finance as the Company entered into a guarantee and indemnity securing the liabilities of Symphony Environmental Limited to HSBC Invoice Finance for an invoice finance facility.

In the event that there are any non-consenting creditors the Company will be required to provide an alternative means of creditor protection. This may be in the form of a cash sum that is set aside for the sole purpose of meeting sums due to the non-consenting creditors. If a cash sum is not available the Company will be required to provide creditor protection in the form of an undertaking to the Court to create a special reserve account (which will be treated as if it were share premium account and will therefore be non-distributable) into which the surplus arising after the elimination of the accumulated deficit on the Company's profit and loss account will be paid. This special reserve account will not be capable of being distributed until all non-consenting creditors of the Company as at the date of the Capital Reduction have been discharged. Subsequent losses of the Company can reduce the special reserve (such losses being applied to this reserve rather than the profit and loss account).

The exact nature of the creditor protection required will be determined by the Court.

The Capital Reduction will take effect when the Court Order and a statement of capital approved by the Court have been filed with the Registrar of Companies. It is expected that the Company will receive the Court Order confirming the Capital Reduction during November or December 2017. Within a few working days of the Court Order being obtained it will be registered with the Registrar of Companies. Upon registration, the Company will be in a position to use the realised profits.

The Board reserves the right (where necessary by application to the Court) to abandon, discontinue or adjourn any application to the Court for confirmation of the Capital Reduction, and hence the Capital Reduction itself, if the Board believes that the terms required to obtain confirmation are unsatisfactory to the Company or if as the result of a material unforeseen event the Board considers that to continue with the Capital Reduction would be inappropriate or inadvisable.

The implementation of the Capital Reduction will not involve any reduction in the Company's issued share capital.

The Capital Reduction per se will not involve any distribution or repayment of share premium by the Company and will not reduce the underlying net assets of the Company.

Extraordinary General Meeting and Resolution

Implementation of the Capital Reduction requires the Resolution to be passed at the Extraordinary General Meeting.

Accordingly at the end of this document you will find a notice convening the Extraordinary General Meeting of the Company which is to be held at 10am on 8th November 2017 at the Company's office at 6 Elstree Gate, Borehamwood, Hertfordshire WD6 1JD, England. This notice contains the Resolution to be proposed at the Extraordinary General Meeting, the passing of which will require not less than 75 per cent. of the votes cast voting in favour of the Resolution.

In summary, the Resolution proposes to cancel the amount standing to credit of the share premium account and to use it to eliminate retained losses by treating it as realised profit.

Action to be taken by you

You will find enclosed with this document a Proxy Form for use in connection with the EGM. Whether or not you intend to be present at the EGM, you are asked to complete the Proxy Form in accordance with the instructions printed on it so as to be received by Company's Registrars, Capita Asset Services, PXS1, 34 Beckenham Road, Beckenham BR3 4ZF as soon as possible but in any event not later than 10.00 am on 6th November 2017. Unless the Proxy Form is received by this date and time it will be invalid. Completion of the Proxy Form will not prevent you from attending and voting at the EGM should you so wish.

In CREST, you may appoint a proxy or proxies by completing and transmitting a CREST Proxy Instruction to Capita Asset Services so that it is received by no later than 10.00 am on 6th November 2017. The completion and return of the Proxy Form or the transmission of a CREST Proxy Instruction will not prevent you from attending and voting at the EGM in person, if you so wish (and are so entitled). For full details on proxy appointments, see the notes to the Notice of EGM set out at the end of this document and the Proxy Form.

Recommendation

The Board considers the Capital Reduction and the Resolution to be in the best interests of Shareholders and accordingly unanimously recommends that you vote in favour of the Resolution. Those Directors with beneficial holdings of Ordinary Shares intend to vote in favour of the Resolution at the Extraordinary General Meeting in respect of their own beneficial holdings of Ordinary Shares amounting, in aggregate, to 37,900,959 Ordinary Shares (representing approximately 25.0 per cent. of the Ordinary Shares in issue at this date of this document).

Yours faithfully

Nirj Deva, DL, FRSA, MEP
Chairman

DEFINITIONS

The following definitions apply throughout this document, unless the context requires otherwise:

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|---|---|
| “Act” | the Companies Act 2006 |
| “AIM” | the AIM market of the London Stock Exchange |
| “AIM Rules” | the AIM Rules for Companies published by the London Stock Exchange |
| “Extraordinary General Meeting” or “EGM” | the extraordinary general meeting of the Company convened for 10.00 am on 8th November 2017 (or any adjournment or postponement thereof), notice of which is set out at the end of this document |
| “Capital Reduction” | the proposed cancellation of the share premium account of the Company, details of which are set out in this document, to be approved by the Shareholders passing the Resolution |
| “Company” or “Symphony Environmental Technologies PLC” | Symphony Environmental Technologies PLC (company number 3676824) whose registered office is at 6 Elstree Gate, Elstree Way, Borehamwood, Hertfordshire WD6 1JD |
| “Court” | The High Court of England and Wales |
| “CREST” | the Relevant System (as defined in the CREST Regulations) for paperless settlement of share transfers and the holding of shares in uncertificated form in respect of which Euroclear UK & Ireland is the Operator (as defined in the CREST Regulations) |
| “CREST Regulations” | the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755), as amended |
| “Directors” or “Board” | the board of directors of the Company or a duly constituted committee thereof |
| “Group” | the Company and its subsidiaries from time to time |
| “London Stock Exchange” | London Stock Exchange plc |
| “Notice of Extraordinary General Meeting” | the Notice of Extraordinary General Meeting, set out at the end of this document |
| “Ordinary Shares” | the ordinary shares of 1 penny each in the capital of the Company |
| “Proxy Form” | the Form of Proxy for use in connection with the Extraordinary General Meeting |
| “Resolutions” | the resolution set out in the Notice of Extraordinary General Meeting at the end of this document |
| “Shareholders” | holders of Ordinary Shares |
| “Share Option Schemes” | the existing share option schemes of the Company as at the date of this document |
| “Euroclear UK & Ireland” | Euroclear UK & Ireland Limited, the operator of CREST (formerly CRESTCo Limited) |

SYMPHONY ENVIRONMENTAL TECHNOLOGIES PLC (the "Company")

(Company No. 3676824)

Notice of Extraordinary General Meeting

Notice is hereby given that an Extraordinary General Meeting of the Company will be held at 6 Elstree Gate, Elstree Way, Borehamwood, Hertfordshire WD6 1JD at 10.00 am on 8th November 2017 for the purposes of considering and, if thought fit, approving the following special resolution:

SPECIAL RESOLUTION

THAT, subject to and conditional upon the approval of the Court, the amount standing to the credit of the Company's share premium account at the date of this resolution be and is hereby cancelled.

BY ORDER OF THE BOARD

Ian Bristow, FCCA, Company Secretary

6 Elstree Gate, Elstree Way, Borehamwood, Hertfordshire WD6 1JD

19th October 2017

NOTES TO THE Notice of Extraordinary General Meeting

Entitlement to attend and vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members at close of business on 6th November 2017, shall be entitled to attend and vote at the Extraordinary General 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 Extraordinary General Meeting and you should use the Proxy Form accompanying this notice of meeting.

You can appoint a proxy only by 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 Extraordinary General Meeting to represent you.

Details of how to appoint the Chairman of the Extraordinary General 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 Extraordinary General Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to him or her.

4. You may appoint more than one proxy provided that 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 use a photocopy of the proxy form or contact Capita Asset Services on 0871 664 0300 (calls cost 12p per minute plus your phone company's access charge, lines are open 9.00am – 5.30pm Mon - Fri).

Appointment of proxy using hard copy Proxy Form

5. The notes to the Proxy Form explain how to direct your proxy to vote on each resolution.

To appoint a proxy using the Proxy Form, the form must be:

- (a) completed and signed;
- (b) sent in the enclosed Business Reply Envelope, or delivered to Capita Asset Services, The Registry, 34 Beckenham Road, Beckenham BR3 4TU; and
- (c) received by Capita Asset Services at least 48 hours before the date and time fixed for the commencement of the Annual General Meeting.

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.

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 proxy by joint members

6. In the case of joint shareholders, 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

7. 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.

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 Asset Services, PXS1, 34 Beckenham Road, Beckenham BR3 4ZF.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of Proxy Forms will take precedence.

Termination of proxy appointments

8. In order to revoke a proxy appointment 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 Asset Services, PXS1, 34 Beckenham Road, Beckenham BR3 4ZF.

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 Asset Services at least 48 hours before the date and time fixed for the commencement of the Extraordinary General Meeting.

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.

Appointment of a proxy does not preclude you from attending the Extraordinary General Meeting and voting in person. If you have appointed a proxy and attend the Extraordinary General Meeting yourself, your proxy appointment will automatically terminate.

Crest

9. To appoint a proxy or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by the issuer's agent RA10 by 10.00 am on 6th November 2017. 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. After this time any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. CREST Personal Members or other CREST sponsored members, and those CREST Members who have appointed voting service provider(s) should contact their CREST sponsor or voting service provider(s) for assistance with appointing proxies via CREST. For further information on CREST procedures, limitations and system timings please refer to the CREST Manual. We may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001. In any case your proxy form must be received by the Company's registrars no later than 10.00 am on 6th November 2017.