

28 April 2017

Ultra Electronics Holdings plc
(“Ultra” or the “Company”)

Result of AGM

Ultra Electronics Holdings plc held its Annual General Meeting in Greenford, Middlesex today at 10.00 a.m. All resolutions were passed on a show of hands.

The proxy voting for the resolutions tabled at the Meeting was as follows:

	Resolution	Votes For/ Discretionary	%	Votes Against	%	Total Votes	% of Issued Share Capital Voted	Votes Withheld*
1	Report & accounts	60,530,711	99.67%	197,975	0.33%	60,728,686	86.00%	0
2	Remuneration Report	59,669,864	99.33%	402,746	0.67%	60,072,610	85.07%	656,074
3	Remuneration Policy	54,984,558	93.11%	4,065,746	6.89%	59,050,304	83.62%	1,678,381
4	Final dividend	60,727,192	100.00%	1,494	0.00%	60,728,686	86.00%	0
5	Mr. D. Caster	58,003,005	96.67%	1,995,375	3.33%	59,998,380	84.97%	730,304
6	Mr. M. Broadhurst	60,493,335	99.74%	158,810	0.26%	60,652,145	85.89%	76,541
7	Mr. J. Hirst	60,347,208	99.50%	304,937	0.50%	60,652,145	85.89%	76,541
8	Sir. R. Walmsley	60,491,858	99.74%	160,287	0.26%	60,652,145	85.89%	76,541
9	Mr. R. Sharma	60,480,204	99.72%	172,525	0.28%	60,652,729	85.89%	75,957
10	Mr. M. Anderson	60,464,441	99.69%	188,288	0.31%	60,652,729	85.89%	75,957
11	Mr. A. Sharma	60,326,228	99.46%	324,708	0.54%	60,650,936	85.89%	77,750
12	Reappoint auditor	59,004,386	97.16%	1,723,242	2.84%	60,727,628	86.00%	1,057
13	Auditors remuneration	60,365,605	99.41%	361,081	0.59%	60,726,686	86.00%	2,000
14	Allot shares	55,607,113	92.25%	4,668,594	7.75%	60,275,707	85.36%	452,979
15	Ultra Electronics Long-Term Incentive Plan 2017	54,949,140	93.06%	4,099,223	6.94%	59,048,363	83.62%	1,680,322
16	Ultra Electronics Company Share Option Plan 2007	59,539,394	98.04%	1,187,656	1.96%	60,727,050	86.00%	1,635
17	Ultra Electronics Executive Share Option Scheme 2007	59,537,164	98.04%	1,189,556	1.96%	60,726,720	86.00%	1,965
18	Ultra Electronics Savings Related Share Option Scheme 2007	60,687,211	99.93%	40,040	0.07%	60,727,251	86.00%	1,435
19	Ultra Electronics US Stock Purchase Plan 2007	60,723,506	100.00%	1,802	0.00%	60,725,308	85.99%	3,378
20	Ultra Electronics All Employee Share Ownership Plan	60,700,509	99.95%	27,442	0.05%	60,727,951	86.00%	735
21**	Pre-emption rights	60,648,000	99.87%	77,187	0.13%	60,725,187	85.99%	3,499
22**	Pre-emption rights (additional)	54,834,975	90.30%	5,890,211	9.70%	60,725,186	85.99%	3,499
23**	Purchase own shares	59,744,157	98.42%	957,991	1.58%	60,702,148	85.96%	26,537
24**	Short notice GMs	58,870,955	96.94%	1,856,237	3.06%	60,727,192	86.00%	1,494

**A vote withheld is not a vote in law and is not counted towards votes cast "For" or "Against" a resolution.*

*** Special Resolutions requiring a 75% majority*

In accordance with Listing Rule 9.2.2E, Resolutions 4 - 7 inclusive were approved by: (a) the shareholders of the Company; and (b) the independent shareholders of the Company.

The total voting rights of the Company on the day on which shareholders had to be on the register in order to be eligible to vote was 70,611,237.

The results will also be made available on the Company's website: <http://www.ultra-electronics.com/investors>

In accordance with LR 9.6.2, a document setting out the resolutions passed at the AGM, concerning special business has been submitted to the National Storage Mechanism and will shortly be available for inspection at <http://www.morningstar.co.uk/uk/NSM>

Payment of the final dividend will be made on 04 May 2017 to shareholders who were on the shareholder register on 7 April 2017.

Enquiries:

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