

Cobham plc

ANNUAL GENERAL MEETING HELD ON 7th MAY 2008

Statement of Forms of Proxy received up to 48 hours before the time of the Meeting
appointing the Chairman of the meeting

Resolution Number	FOR			DISCRETIONARY			AGAINST		ABSTENTIONS		TOTAL VOTE	
	No. of Votes	No. of Cards	% of vote	No. of Votes	No. of Cards	% of vote	No. of Votes	No. of Cards	No. of Votes	No. of Cards		
1	13,994,577	726	99.74	7,027	54	0.05	19,250	9	10,421	7	14,031,275	Receive Annual Report & Accounts
2	13,463,072	670	95.95	7,373	58	0.05	273,960	56	286,867	20	14,031,272	Approve Remuneration Report
3	14,017,332	738	99.90	6,656	50	0.05	340	3	6,948	4	14,031,276	Declare final dividend
4	13,716,718	711	97.76	6,888	52	0.05	163,814	26	143,854	15	14,031,274	Appointment - G Page
5	13,776,242	711	98.18	7,068	54	0.05	123,075	24	124,889	14	14,031,274	Appointment D Turner
6	13,747,958	713	97.98	7,198	53	0.05	136,416	22	139,702	14	14,031,274	Re-appoint auditors
7	13,886,622	715	98.97	7,024	52	0.05	129,592	19	8,036	13	14,031,274	Auditors remuneration
8	13,582,116	686	96.80	7,532	57	0.05	296,981	36	144,643	23	14,031,272	Amend articles
9	14,013,722	713	99.87	6,755	52	0.05	2,959	22	7,840	10	14,031,276	Company purchase own shares
10	14,003,381	699	99.80	7,043	53	0.05	12,227	33	8,623	14	14,031,274	Directors to allot relevant securities
11	13,966,371	695	99.54	7,109	54	0.05	48,586	35	9,210	17	14,031,276	Directors to allot equity securities for cash

Notes:

- (1) All resolutions proposed at the annual general meeting were passed on a show of hands.
- (2) Where shareholders appointed the chairman of the meeting as their proxy with discretion as to voting these votes have been cast in favour of all resolutions.
- (3) Total number of possible votes was 28,441,993. Proxy appointments were received from shareholders representing 49% of the possible votes.