

Cobham plc

ANNUAL GENERAL MEETING HELD ON 6 MAY 2010

Voting analysis as at 04 May 2010 (Close of voting)

Resolution Number	FOR/DISCRETIONARY			AGAINST			ABSTENTIONS			TOTAL VOTE	
	No. of Votes	No. of Cards	% of vote	No. of Votes	No. of cards	% of votes	No. of Votes	No. of Cards	% of votes		
1	20,449,743	810	99.71	42,277	6	0.21	16,791	6	0.08	20,508,811	Receive Annual Report & Accounts
2	13,955,594	661	68.05	5,335,993	163	26.02	1,217,208	33	5.94	20,508,795	Approve Remuneration Report
3	20,496,154	815	99.94	7,868	3	0.04	4,790	4	0.02	20,508,812	Declare final dividend
4	20,150,661	773	98.25	352,939	43	1.72	5,211	11	0.03	20,508,811	Appointment - M Beresford
5	20,374,174	775	99.34	125,186	32	0.61	9,451	14	0.05	20,508,811	Appointment - M Ronald
6	20,452,369	788	99.72	47,034	20	0.23	9,407	13	0.05	20,508,810	Appointment - A Stevens
7	20,451,455	787	99.72	50,328	22	0.25	7,026	11	0.03	20,508,809	Appointment - W Tucker
8	20,407,487	774	99.51	91,839	35	0.45	9,485	15	0.05	20,508,811	Appointment - J Devenay
9	20,066,682	786	97.84	434,390	33	2.12	7,737	10	0.04	20,508,809	Re-appoint auditors
10	20,258,043	792	98.78	237,914	26	1.16	12,851	9	0.06	20,508,808	Auditors remuneration
11	20,460,589	790	99.76	43,504	25	0.21	4,719	6	0.02	20,508,812	Company purchase own shares
12	19,522,728	759	95.19	876,176	67	4.27	109,895	19	0.54	20,508,799	Directors to allot relevant securities
13	20,258,631	772	98.78	245,048	46	1.19	5,131	11	0.03	20,508,810	Directors to allot equity securities for cash
14	20,221,503	789	98.60	65,012	17	0.32	222,297	18	1.08	20,508,812	Adoption of new articles
15	20,087,491	775	97.95	74,750	27	0.36	346,569	24	1.69	20,508,810	Renewal of SIP
16	19,673,620	755	95.93	753,099	79	3.67	82,079	10	0.40	20,508,798	Calling of GM on 14 days notice

Notes

- (1) All resolutions proposed at the annual general meeting were subject to a poll vote.
- (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 28,794,849. Proxy appointments were received from shareholders representing 7% of the possible votes.
- (4) At the meeting 9 shareholders, 1 corporate representative and 1 proxy attended (see minutes for details), representing a further 81,787 votes, total vote was therefore just over 71%

NOTE: Cobham Articles provide for 1 vote for £1 of nominal value equity held so 1 vote for each 40 shares held