

29 April 2016

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. Adoption of the 2015 Annual Report & Accounts	63,683,497	99.68%	206,705	0.32%	63,890,202	90.88%	360,131
2. Approval of the Directors' Remuneration Report	59,758,222	99.60%	242,295	0.40%	60,000,517	85.34%	4,249,816
3. Declaration of the final dividend of 32.3p	63,984,943	99.69%	197,841	0.31%	64,182,784	91.29%	67,549
4. Re-election of Mr. D. Caster	56,952,567	88.74%	7,229,356	11.26%	64,181,923	91.29%	68,409
5. Re-election of Mr. M. Broadhurst	64,116,929	99.90%	64,461	0.10%	64,181,390	91.29%	68,943
6. Re-election of Mr. J. Hirst	64,015,569	99.74%	165,764	0.26%	64,181,333	91.29%	69,000
7. Re-election of Sir Robert Walmsley	64,118,457	99.90%	63,226	0.10%	64,181,683	91.29%	68,650
8. Re-election of Mr. R. Sharma	62,411,874	97.24%	1,769,200	2.76%	64,181,074	91.29%	69,259
9. Re-election of Mr. M. Anderson	62,413,505	97.25%	1,768,145	2.75%	64,181,650	91.29%	68,683
10. Re-appointment of Deloitte LLP as auditors	62,768,715	97.80%	1,414,975	2.20%	64,183,690	91.29%	66,643
11. To authorise the Directors to agree the auditors' remuneration	63,954,693	99.65%	225,647	0.35%	64,180,340	91.29%	69,993
12. To authorise the Directors to allot shares	59,550,720	93.23%	4,326,961	6.77%	63,877,681	90.86%	372,652
13. To disapply pre-emption rights**	60,197,157	94.39%	3,577,878	5.61%	63,775,035	90.71%	475,298
14. To authorise the Company to purchase its own shares**	63,246,242	98.59%	901,820	1.41%	64,148,062	91.24%	102,271

Resolution	Votes For/ Discretionary	%	Votes Against	%	Total Votes	% of Issued Share Capital Voted	Votes Withheld*
15. To permit General Meetings, other than AGM's, to be held on 14 days' notice**	59,540,469	92.76%	4,644,113	7.24%	64,184,582	91.30%	65,750

**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 70,294,521.

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 05 May 2016 to shareholders who were on the shareholder register on 8 April 2016.

Enquiries:

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