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### Ultra Electronics Holdings plc (“Ultra”)

#### Result of General Meeting

The Board of Ultra is pleased to announce that at the General Meeting of Ultra held earlier today, the Resolution put to Ultra Shareholders to approve the proposed Acquisition of Sparton Corporation (“**Sparton**”) was passed with the requisite majority on a show of hands.

Full details of the Resolution passed, together with the explanatory notes, are set out in Ultra’s circular to shareholders dated 10 August 2017 (the “**Circular**”), including the Notice of General Meeting, which is available on Ultra’s website, [www.ultra-electronics.com/investors](http://www.ultra-electronics.com/investors). The Resolution was proposed as an ordinary resolution. Capitalised terms used but not defined in this announcement have the meaning given in the Circular.

The table below shows the proxy votes received for and against the Resolution.

Issued share capital at the date of the General Meeting: 77,716,072 ordinary shares

Number of votes per share: 1 vote per share

#### Resolution

To approve the proposed acquisition by Ultra of all the outstanding shares of common stock of Sparton Corporation, as more particularly described in the Notice of General Meeting.

| Proxy votes For (including discretionary) | %     | Proxy votes Against | %    | Total proxy votes | % of Issued Share Capital Voted | Votes Withheld* |
|---|-------|---------------------|------|-------------------|---------------------------------|-----------------|
| 64,909,125                                | 96.78 | 2,156,267           | 3.22 | 67,065,392        | 86.67                           | 289,324         |

\* A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes “For” or “Against” a resolution.

A copy of the Resolution will be submitted to the National Storage Mechanism in accordance with rule 9.6.2 of the UK Listing Rules and will be available for inspection at <http://www.morningstar.co.uk/uk/NSM>.

Completion of the Acquisition remains subject to satisfaction of the outstanding conditions to Completion, summarised in the Circular.

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### **About Ultra**

Ultra Electronics is an internationally successful defence, security, transport and energy company with a long track record of development and growth. Ultra and Ultra's subsidiaries and subsidiary undertakings (the "**Ultra Group**") manage a portfolio of specialist capabilities generating innovative solutions to customer needs. Ultra applies electronic and software technologies in demanding and critical environments ranging from military applications, through safety-critical devices in aircraft, to nuclear controls and sensor measurement. These capabilities have seen the Ultra Group's highly-differentiated products contributing to a large number of platforms and programmes.

Ultra has world-leading positions in many of its specialist capabilities and, as an independent, non-threatening partner, is able to support all of the main prime contractors in its sectors. As a result of such positioning, Ultra's systems, equipment or services are often mission or safety-critical to the successful operation of the platform to which they contribute. In turn, this mission-criticality secures Ultra's positions for the long-term which underpins the superior financial performance of the Ultra Group.

Ultra offers support to its customers through the design, delivery and support phases of a programme. Ultra businesses have a high degree of operational autonomy where the local management teams are empowered to devise and implement competitive strategies that reflect their expertise in their specific niches. The Ultra Group has a small head office and executive team that provide to the individual businesses the same agile, responsive support that they provide to customers, as well as formulating Ultra's overarching, corporate strategy.

Across the Ultra Group's three divisions, Ultra operates in the following eight market segments:

- Aerospace
- Land
- Communications
- Maritime
- C2ISR
- Nuclear
- Infrastructure
- Underwater Warfare

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