

30 April 2015

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 2014 Annual Report & Accounts	60,073,843	99.60	243,431	0.40	60,317,274	86.17	274,137
2. Approval of the Directors' Remuneration Report	60,014,105	99.06	567,167	0.94	60,581,272	86.55	10,139
3. Approval of the Directors' Remuneration Policy	58,779,001	97.03	1,802,054	2.97	60,581,055	86.55	10,353
4. Declaration of the final dividend of 31.1p	60,386,099	99.68	196,481	0.32	60,582,580	86.55	8,831
5. Re -election of Mr. D. Caster	52,848,668	87.75	7,374,648	12.25	60,223,316	86.04	368,095
6. Re-election of Mr. M. Broadhurst	60,412,170	99.72	170,848	0.28	60,583,018	86.55	8,393
7. Re-election of Sir Robert Walmsley	60,442,200	99.77	139,968	0.23	60,582,168	86.55	9,243
8. Re-election of Mr. R. Sharma	57,338,078	94.65	3,243,743	5.35	60,581,821	86.55	9,590
9. Re-election of Mr. M. Anderson	57,339,248	94.65	3,242,573	5.35	60,581,821	86.55	9,590
10. Re-election of Mrs. M. Waldner	57,342,965	94.65	3,238,550	5.35	60,581,515	86.55	9,896
11. Election of Mr. J. Hirst	60,443,837	99.77	139,073	0.23	60,582,910	86.55	8,501
12. Re-appointment of Deloitte LLP as auditors	59,322,033	98.36	987,432	1.64	60,309,465	86.16	281,946
13. To authorise the Directors to agree the auditors' remuneration	60,412,633	99.73	162,225	0.27	60,574,858	86.54	16,553

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14. To authorise the Directors to allot shares	58,396,705	99.96	25,584	0.04	58,422,289	83.47	2,169,122
15. To disapply pre-emption rights**	60,556,735	99.96	24,315	0.04	60,581,050	86.55	10,361
16. To authorise the Company to purchase its own shares**	60,580,852	99.99	2,265	0.00	60,583,117	86.55	8,294
17. To permit General Meetings, other than AGM's, to be held on 14 days' notice**	57,305,662	94.59	3,277,455	5.41	60,583,117	86.55	8,294

*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 5 - 7 and 11 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 69,994,697.

Speaking at the Company's AGM in Greenford today with respect to the retirement of Chris Bailey, Douglas Caster CBE, Chairman of Ultra Electronics Holdings plc, expressed gratitude on behalf of the Board to Chris Bailey for his service to Ultra, and wished him well in his retirement. Chris Bailey served on the Board for over 10 years, and as previously announced, retired as a Non-Executive Director at the AGM today, in accordance with the provisions of the UK Corporate Governance Code.

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 06 May 2015 to shareholders who were on the shareholder register on 10 April 2015.

Enquiries:

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