

Date: 29 April 2021

Meggitt PLC

("the Company")

### Result of AGM

The Board is pleased to announce that all resolutions proposed in the Notice of Meeting were put to the Annual General Meeting, held earlier today, and passed on a poll. The results of the poll are shown below.

The total number of votes received for each resolution is set out in the voting schedule below. Each shareholder present virtually or by proxy was entitled to one vote per share held. Votes withheld are not votes in law and therefore have not been counted in the calculation of the percentage of votes for or against a resolution. The percentages shown below are rounded to 2 decimal places.

The total number of Ordinary Shares in issue at close of business on 27 April 2021 was 781,333,531 (excluding 9,859 treasury shares).

	<b>VOTES FOR*</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES TOTAL</b>	<b>% ISSUED SHARE CAPITAL**</b>	<b>VOTES WITHHELD</b>
Annual report	634,637,392	100.00	10,061	0.00	634,647,453	81.23%	1,061,926
Remuneration Policy	477,572,623	75.66	153,628,927	24.34	631,201,550	80.79%	4,507,829
Remuneration Report	603,974,822	95.82	26,349,305	4.18	630,324,127	80.67%	5,384,782
Re-elect Sir Nigel Rudd	625,632,613	98.42	10,051,023	1.58	635,683,636	81.36%	25,648
Re-elect Antony Wood	635,634,986	99.99	46,093	0.01	635,681,079	81.36%	28,205
Re-elect Guy Berruyer	594,948,800	93.59	40,725,977	6.41	635,674,777	81.36%	34,507
Re-elect Louisa Burdett	635,645,123	99.99	41,370	0.01	635,686,493	81.36%	22,791
Re-elect Colin Day	589,161,650	92.68	46,524,172	7.32	635,685,822	81.36%	23,462
Re-elect Nancy Gioia	594,944,098	93.59	40,738,921	6.41	635,683,019	81.36%	26,265
Re-elect Alison Goligher	591,592,794	93.06	44,090,902	6.94	635,683,696	81.36%	25,588
Re-elect Guy Hachey	575,990,996	90.61	59,693,243	9.39	635,684,239	81.36%	25,045

Re-elect Caroline Silver	576,703,101	91.41	54,196,462	8.59	630,899,563	80.75%	4,809,721
Auditors' appointment	630,988,177	99.26	4,697,489	0.74	635,685,666	81.36%	23,713
Auditors' fees	635,515,057	99.97	164,561	0.03	635,679,618	81.36%	29,666
Allot shares	490,631,045	77.18	145,062,061	22.82	635,693,106	81.36%	16,273
Pre-emption rights (5%)***	634,419,667	99.80	1,258,355	0.20	635,678,022	81.36%	31,262
Pre-emption rights (additional 5%)***	607,209,563	95.52	28,468,449	4.48	635,678,012	81.36%	31,272
Political donations	634,563,624	99.83	1,057,503	0.17	635,621,127	81.35%	87,781
Share buy-back***	629,843,369	99.16	5,359,431	0.84	635,202,800	81.30%	506,579
14 days' notice GMs***	626,907,688	98.62	8,777,773	1.38	635,685,461	81.36%	23,823

\*Includes discretionary votes

\*\* Excludes the 9,859 shares held in treasury on 27 April 2021

\*\*\* Special resolution requiring 75% of votes in favour to be passed, all other resolutions were ordinary resolutions.

Two copies of resolutions passed as special business at today's Annual General Meeting will, in accordance with Listing Rule 9.6.2, be submitted to the National Storage Mechanism as soon as practicable and will be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

## **Resolution 2 - Remuneration Policy**

We are pleased that the Remuneration Policy has been supported by a wide range of our shareholders. We carried out an extensive consultation with our largest shareholders (representing 65% of the register) and gained considerable positive feedback and support during the consultation. Amendments were made to the Policy proposal during this process to reflect shareholder feedback. The Board believes the final Policy put forward to be in the best interest of all stakeholders, and that it will help address many of the challenges presented to the aerospace sector by the events of the last 12 months.

We acknowledge that there were a significant number of votes cast against the Policy. The Board recognises that developing a new remuneration approach that meets the needs of all shareholders is difficult, but continues to firmly believe that adopting a hybrid share plan structure which incorporates both performance and restricted share awards, is the right approach for the Company in the current circumstances. The hybrid share plan maintains alignment of our executive directors with our senior leadership and our shareholders, whilst providing a strong mechanism to retain and motivate the broader senior management team in the wake of the significant uncertainty in our markets created by COVID-19. Full disclosure of the outcomes under the new Policy will be provided in the relevant Remuneration Report.

The Board acknowledges the different views amongst some of its shareholders and we will continue to consider the full range of feedback received from shareholders and wider stakeholders as we implement the Policy.

## **Resolution 15 - Authority to allot shares**

We acknowledge that a number of our shareholders did not support this resolution. It remains standard market practice for many UK FTSE listed companies to retain this type of authority. As we have previously reported, the authority sought by the Company is in accordance with the UK Investment Association's share capital management guidelines and prevailing voting guidelines of leading corporate governance agencies applicable to UK listed companies.

However, we remain aware that some institutional investors, particularly outside the UK, have specific policies against supporting this type of resolution. Following the outcome of today's vote, we will continue our ongoing engagement with shareholders for which this authority presents concern and will keep best practice in this area under review.

**Meggitt PLC**

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