

MELROSE PLC

Publication of Annual Financial Report and Notice of Annual General Meeting

20 April 2010

Melrose PLC (the “**Company**”) announces today that it is posting to shareholders its Annual Report for the year ended 31 December 2009, which contains the Notice of Annual General Meeting (the “**AGM**”) to be held at 11.00am on 13 May 2010 at Barber-Surgeons’ Hall, Monkwell Square, Wood Street, London, EC2Y 5BL.

The Company’s preliminary results announcement on 10 March 2010 included, in addition to the preliminary financial results, the text of the Chairman’s statement, Chief Executive’s review and Finance Director’s review, in each case as contained in the Annual Report. The appendix to this announcement sets out the disclosure on related party transactions and the Directors’ Responsibility Statement contained in the Annual Report in accordance with Disclosure & Transparency Rule 6.3.5(2).

The Company confirms that two copies of the Annual Report for 2009, Notice of AGM and proxy form for the AGM have been sent to the UK Listing Authority and will shortly be available for inspection at the UK Listing Authority’s Document Viewing Facility which is located at:

The Financial Services Authority
25 The North Colonnade
Canary Wharf
London E14 5HS

They are also available on the Company’s website under Investors: www.melroseplc.net

For further information, please contact:

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APPENDIX

Related Party Transactions

Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in this note.

The Group did not enter into any significant transactions in the ordinary course of business with joint ventures during the current or prior year.

Sales to and purchases from related parties are priced at arms length transactions and generally are settled on 30 day terms.

Remuneration of key management personnel

The remuneration of the Directors, who are the key management personnel of the Group, is set out below in aggregate for each of the categories specified in IAS 24 Related Party Disclosures. Further information about the remuneration of individual Directors is provided in the audited part of the Directors' Remuneration report on page 43 of the Annual Financial Report.

	Year ended 31 December 2009 £'000	Year ended 31 December 2008 £'000
Short term employee benefits	2.6	2.3
Share based payment	1.6	1.7
	4.2	4.0

Directors' Responsibility Statement

The responsibility statement below has been prepared in connection with the Company's full annual report for the year ended 31 December 2009. Certain parts thereof are not included within this announcement.

The directors confirm to the best of their knowledge:

The financial statements, prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company and the undertakings included in the consolidation taken as a whole; and

The Chairman's statement, Chief Executive's review and Finance Director's review, which are incorporated into the Directors' report by reference, include a fair review of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties they face.

This responsibility statement was approved by the Board of Directors on 10 March 2010 and is signed on its behalf by Geoffrey Martin, Group Finance Director and Simon Peckham, Chief Operating Officer.