

Melrose Industries PLC

1. Results of General Meeting

The General Meeting of Melrose Industries PLC was held on Wednesday, 11 May 2017.

The table below sets out the results of the poll on all 5 resolutions. Each shareholder, present in person or by proxy, was entitled to one vote per share held.

Resolutions	Votes 'For'	% of Votes Cast 'For'	Votes 'Against'	% of Votes Cast 'Against'	Total Issued Share Capital Voted	Total % of Issued Share Capital Voted	Votes Withheld *
2. To approve the creation of a series of 2017 Incentive Shares and to authorise the grant of options to subscribe for 2017 Incentive Shares and the allotment of such 2017 Incentive Shares	1,141,773,097	81.33	262,150,538	18.67	1,403,923,635	74.41%	16,127,978
3. To approve the Directors' remuneration policy	1,135,681,725	82.04	248,582,841	17.96	1,384,264,566	73.37%	35,787,047

Special Resolutions

Resolutions	Votes 'For'	% of Votes Cast 'For'	Votes 'Against'	% of Votes Cast 'Against'	Total Issued Share Capital Voted	Total % of Issued Share Capital Voted	Votes Withheld *
1. To adopt the proposed amendments to the Company's Articles of Association	1,154,401,809	82.68	241,881,921	17.32	1,396,283,730	74.00%	23,767,883

4. To authorise off-market purchases of Ordinary Shares and/or Incentive Shares and/or Deferred Shares, for the purposes of or pursuant to an employees' share scheme	1,392,231,252	98.52	20,845,205	1.48	1,413,076,457	74.89%	6,975,156
5. To authorise the off-market purchase and cancellation of Deferred Shares	1,405,525,284	99.46	7,573,419	0.54	1,413,098,703	74.90%	6,952,910

There are currently 1,886,746,589 Ordinary Shares of 48/7 pence in Melrose Industries PLC in issue.

* Includes discretionary votes

** 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.

6. Resolutions submitted to National Storage Mechanism

Melrose Industries PLC has today submitted to the National Storage Mechanism, copies of resolutions passed at the General Meeting on 11 May 2017. These documents will shortly be available for inspection at:

Melrose Industries PLC
11th Floor
The Colmore Building
20 Colmore Circus Queensway
Birmingham
West Midlands
B4 6AT

Enquires:

Montfort Communications: Charlotte McMullen/Sophie Blythe/Hannah Glynn

mcmullen@montfort.london

blythe@montfort.london

glynn@montfort.london

+44 (0) 203 514 0897