

MEGGITT PLC

NOTICE OF ANNUAL GENERAL MEETING

THURSDAY 29 APRIL 2021 AT 11.00AM

To be held as a hybrid meeting at the offices of Meggitt PLC, Pilot Way, Ansty Business Park, Coventry, CV7 9JU and electronically by live broadcast.

This document is important and should be given your immediate attention.

If you are in any doubt as to what action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

If you have sold or otherwise transferred all of your ordinary shares of 5 pence each in Meggitt PLC please send this document together with the accompanying documents to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Chairman's Letter

25 March 2021

Dear Shareholder

I am pleased to invite you to the Meggitt PLC Annual General Meeting to be held as a hybrid meeting at 11.00am on Thursday 29 April 2021 at the offices of Meggitt PLC, Pilot Way, Ansty Business Park, Coventry, CV7 9JU and electronically by live broadcast. The Annual General Meeting is an important event for shareholders and the Company is keen to ensure that shareholders are able to participate in this year's Annual General Meeting (even though physical attendance is not possible). Accordingly, we have decided to convene this year's Annual General Meeting as a hybrid meeting and offer shareholders the ability to attend, participate and vote electronically.

The health and well-being of our employees, shareholders and the wider community in which we operate is of paramount importance to us. The UK Government announced the roadmap to easing lockdown restrictions in England on 22 February 2021 and the current prohibition on non-essential travel and public gatherings will remain in place until after the date of the Annual General Meeting. Regrettably therefore, the physical meeting element of this year's Annual General Meeting will need to be a closed meeting and it will not be possible for shareholders to attend in person. We expect only a small number of Directors and the Company Secretary to attend the Annual General Meeting in person at our head office in order to conduct the business of the meeting.


Whether you intend to participate electronically or not, you are strongly encouraged to appoint a proxy in advance of the meeting utilising one of the methods detailed in this Notice. If you appoint the Chairman of the meeting as your proxy, this will ensure your votes are cast in accordance with your wishes. The Board will keep the situation under review and may make further changes to allow shareholder attendance if the UK Government's guidance and restrictions permit this at the time of the Annual General Meeting (and this would be announced via RNS and on our website), however we believe this is currently unlikely.

Your Directors consider that each of the resolutions set out in this Notice will be of benefit to and be in the best interests of the Company and the shareholders as a whole. The Directors unanimously recommend that you vote in favour of the resolutions, as those Directors who hold ordinary shares in the Company intend to do in respect of their own beneficial holdings.

I encourage you to read the Notice of Meeting which explains the particulars of the business to be considered at the meeting. I also encourage you to vote in accordance with the Board's recommendation as set out above.

Together with the Board, I would like to thank you for your continued support.

Yours sincerely,



Sir Nigel Rudd
Chairman

MEGGITT PLC

Registered office:

Pilot Way
Ansty Business Park
Coventry
CV7 9JU

Registered in England and Wales
Company number 432989

www.meggitt.com

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Meggitt PLC (the "Company") will be held as a hybrid meeting at 11.00am on Thursday 29 April 2021 at the offices of Meggitt PLC, Pilot Way, Ansty Business Park, Coventry, CV7 9JU, and electronically in accordance with the information set out in the notes below, for the transaction of the following business:

To consider, and if thought fit, to pass the following resolutions. 1 to 15 (inclusive) and 18 which will be proposed as ORDINARY RESOLUTIONS and resolutions 16,17, 19 and 20 which will be proposed as SPECIAL RESOLUTIONS.

THE RESOLUTIONS:

01. THAT the audited accounts of the Company for the year ended 31 December 2020 and the reports of the Directors and of the auditors thereon now laid before this meeting be and are hereby received.
02. THAT the Directors' remuneration policy, the full text of which is contained in the Directors' remuneration report for the year ended 31 December 2020, as set out on pages 133 to 141 of the 2020 Annual Report and Accounts, be and is hereby approved.
03. THAT the Directors' remuneration report (excluding the Directors' remuneration policy set out on pages 133 to 141 of the 2020 Annual Report and Accounts) for the year ended 31 December 2020 be and is hereby approved.
04. THAT Sir Nigel Rudd be and is hereby re-elected a Director of the Company.
05. THAT Mr A Wood be and is hereby re-elected a Director of the Company.
06. THAT Mr G S Berruyer be and is hereby re-elected a Director of the Company.
07. THAT Mrs L S Burdett be and is hereby re-elected a Director of the Company.
08. THAT Mr C R Day be and is hereby re-elected a Director of the Company.
09. THAT Mrs N L Gioia be and is hereby re-elected a Director of the Company.
10. THAT Ms A J P Goligher be and is hereby re-elected a Director of the Company.
11. THAT Mr G C Hachey be and is hereby re-elected a Director of the Company.
12. THAT Mrs C L Silver be and is hereby re-elected a Director of the Company.
13. THAT PricewaterhouseCoopers LLP be reappointed as auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next general meeting at which accounts are laid before the Company.
14. THAT the Audit Committee for and on behalf of the Board be authorised to set the fees paid to the auditors.
15. THAT, in substitution for all existing authorities, the Directors be generally and unconditionally authorised (in accordance with Section 551 of the Companies Act 2006) to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or convert any security into shares in the Company:
 - (A) up to an aggregate nominal amount of £13,021,222; and
 - (B) comprising equity securities (as defined in section

560(1) of the Companies Act 2006) up to a further aggregate nominal amount of £13,021,222 in connection with an offer by way of a rights issue,

such authorities to apply until the end of the Company's next Annual General Meeting after this resolution 15 is passed (or, if earlier, at the close of business on 30 June 2022) unless previously renewed, varied or revoked by the Company in general meeting but, in each case, so that the Company may make offers and enter into agreements before the authority expires which would, or might, require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after the authority expires and the Directors may allot shares or grant such rights under any such offer or agreement as if the authority had not expired. References in this resolution 15 to the nominal amount of rights to subscribe for or to convert any security into shares (including where such rights are referred to as equity securities as defined in section 560(1) of the Companies Act 2006) are to the nominal amount of shares that may be allotted pursuant to the rights.

For the purposes of this resolution 15 "rights issue" means an offer to:

- (i) ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
- (ii) holders of other equity securities, as required by the rights of those securities or, subject to such rights, as the directors otherwise consider necessary,

to subscribe for further securities by means of the issue of a renounceable letter (or other negotiable document) which may be traded for a period before payment for the securities is due, including an offer to which the Directors may impose any limits or restrictions or make any other arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter.

16. THAT, in substitution for all existing authorities and subject to the passing of resolution 15, the Directors be generally empowered pursuant to Section 570 of the Companies Act 2006 to allot equity securities (as defined in Section 560(1) of the Companies Act 2006) for cash pursuant to the authority granted by resolution 15 and/or pursuant to Section 573 of the Companies Act 2006 to sell ordinary shares held by the Company as treasury shares for cash, in each case free of the restriction in Section 561 of the Companies Act 2006, such authority to be limited:
 - (A) to the allotment of equity securities and/or sale of treasury shares for cash in connection with an offer of equity securities (but in the case of an allotment pursuant to the authority granted by paragraph (B) of resolution 15, by way of a rights issue only):
 - (i) to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
 - (ii) to holders of other equity securities, as required by the rights of those securities or, subject to such rights, as the Directors otherwise consider necessary, and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter; and

Notice of Annual General Meeting continued

- (B) to the allotment of equity securities pursuant to the authority granted by paragraph (A) of resolution 15 and/or a sale of treasury shares for cash (in each case otherwise than in the circumstances set out in paragraph (A) of this resolution 16), up to a nominal amount of £1,953,183 (calculated, in the case of equity securities which are rights to subscribe for, or to convert securities into, ordinary shares by reference to the aggregate nominal amount of relevant shares which may be allotted pursuant to such rights),

such authority to apply until the end of the Company's next Annual General Meeting after this resolution 16 is passed (or, if earlier, at the close of business on 30 June 2022) unless previously renewed, varied or revoked by the Company in general meeting but, in each case, so that the Company may make offers and enter into agreements before the authority expires which would, or might, require equity securities to be allotted (and/or treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and/or sell treasury shares) under any such offer or agreement as if the authority had not expired.

For the purposes of this resolution 16, "rights issue" has the same meaning as in resolution 15 above.

17. THAT, in addition to any authority granted under resolution 16, and subject to the passing of resolution 15, the Directors be generally empowered pursuant to Section 570 of the Companies Act 2006 to allot equity securities (as defined in Section 560(1) of the Companies Act 2006) for cash pursuant to the authority granted by resolution 15 and/or pursuant to Section 573 of the Companies Act 2006 to sell ordinary shares held by the Company as treasury shares for cash, in each case free of the restriction in Section 561 of the Companies Act 2006, such authority to be:

- (A) limited to the allotment of equity securities and/or sale of treasury shares for cash up to an aggregate nominal amount of £1,953,183 (calculated, in the case of equity securities which are rights to subscribe for, or to convert securities into, ordinary shares by reference to the aggregate nominal amount of relevant shares which may be allotted pursuant to such rights); and
- (B) used only for the purposes of financing (or refinancing, if the authority is to be used within six months after the original transaction) a transaction which the Directors of the Company determine to be an acquisition or other capital investment of a kind contemplated by the Statement of Principles on disapplying pre-emption rights most recently published by the Pre-Emption Group prior to the date of this Notice,

such authority to apply until the conclusion of the next Annual General Meeting of the Company (or, if earlier, at the close of business on 30 June 2022) unless previously renewed, varied or revoked by the Company in general meeting but, in each case, so that the Company may make offers and enter into agreements before the authority expires which would, or might, require equity securities to be allotted (and/or treasury shares to be sold) after the authority expires and the Directors of the Company may allot equity securities (and/or sell treasury shares) under any such offer or agreement as if the authority conferred hereby had not expired.

18. THAT the Company and all companies that are its subsidiaries at any time during the period for which this resolution 18 has effect be and are hereby authorised for the purposes of Section 366 of the Companies Act 2006 to:

- (A) make political donations to political parties or independent election candidates (as such terms are defined in Sections 363 and 364 of the Companies Act 2006), not exceeding £20,000 in aggregate;

- (B) make political donations to political organisations other than political parties (as such terms are defined in Sections 363 and 364 of the Companies Act 2006), not exceeding £20,000 in aggregate; and
- (C) incur political expenditure (as such term is defined in Section 365 of the Companies Act 2006), not exceeding £20,000 in aggregate,

during the period commencing with the date of the passing of this resolution 18 and ending with the conclusion of the next Annual General Meeting of the Company (or, if earlier, at the close of business on 30 June 2022), unless previously renewed, varied or revoked by the Company in general meeting, provided that the maximum amounts referred to in (A), (B) and (C) may comprise sums in different currencies which shall be converted at such rates as the Board may in its absolute discretion determine to be appropriate.

19. THAT the Company be generally and unconditionally authorised to make one or more market purchases (within the meaning of Section 693(4) of the Companies Act 2006) of ordinary shares of 5 pence each in the capital of the Company provided that:

- (A) the maximum aggregate number of ordinary shares authorised to be purchased is 78,127,336 (representing approximately 10 per cent of the Company's issued ordinary share capital, excluding treasury shares);
- (B) the minimum price (excluding expenses) which may be paid for an ordinary share is 5 pence;
- (C) the maximum price (excluding expenses) which may be paid for an ordinary share shall be the higher of (1) an amount equal to 105 per cent of the average of the middle market quotations for an ordinary share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which that ordinary share is purchased and (2) the higher of the price of the last independent trade and the highest current independent bid for an ordinary share on the trading venue where the purchase is carried out;
- (D) this authority expires at the conclusion of the next Annual General Meeting of the Company after this resolution 19 is passed (or, if earlier, at the close of business on 30 June 2022); and
- (E) the Company may make a contract to purchase shares under this authority before the expiry of the authority which will or may be executed wholly or partly after the expiry of the authority, and may make a purchase of shares in pursuance of any such contract.

20. THAT a general meeting other than an Annual General Meeting of the Company may be called on not less than 14 clear days' notice.

By Order of the Board



M L Thomas
Company Secretary
25 March 2021

Registered office:
Pilot Way
Ansty Business Park
Coventry
CV7 9JU

Notes

Your attention is drawn to the notes below. Given the UK Government's prohibition on non-essential travel and public gatherings set to be in place at the date of this Annual General Meeting, we regret that it will not be possible for shareholders to attend in person. The Board is offering electronic facilities for shareholders to attend, participate and vote electronically (further details of which can be found at the end of this Notice). Accordingly, the Board strongly advise that you participate in the meeting remotely via the live broadcast.

01. As at 15 March 2021, the latest practicable date prior to publication of this Notice, the issued share capital of the Company consisted of 781,283,222 ordinary shares of 5 pence each, including 9,859 ordinary shares of 5 pence each held by the Company in treasury which do not carry any voting rights. The total number of voting rights in the Company as at 15 March 2021 was, therefore, 781,273,363.
02. As at the date of this Notice of Meeting in person attendance at the Annual General Meeting will not be possible. This means that neither you nor any other person you appoint as your proxy will be able to attend the Annual General Meeting and vote in person. You are still entitled to participate electronically in the meeting. A member will also still be entitled to appoint a proxy to attend, speak and vote instead of it, him or her electronically at the meeting through the facilities provided. Such a proxy need not be a member of the Company. For further details, please see below. A member may appoint more than one proxy, provided that each proxy is appointed to exercise the rights attached to different shares. Shareholders are strongly encouraged to vote on the resolutions in advance of the Annual General Meeting by completing a proxy form appointing the Chairman of the meeting as their proxy, even if they intend to attend the Annual General Meeting electronically. This is to ensure that their vote is counted if they are unable to attend electronically on the day. If you appoint a person other than the Chairman of the meeting as your proxy, that person will not, as a result of UK Government restrictions and guidance, currently be permitted to attend the Annual General Meeting in person and vote on your behalf in person. Appointing the Chairman of the meeting or another person of their choice as a proxy will not prevent members from attending and voting electronically (or in person if restrictions are eased by the time of the Annual General Meeting).
03. All the resolutions put to the Annual General Meeting will be voted on by a poll and not a 'show of hands' as this delivers a fairer representation of shareholder views and has become best practice at large company annual general meetings. On a poll, each shareholder has one vote for every share held. The results of the poll will be announced to the market by the end of the day and published on the Company's website.
04. A proxy form is enclosed for use at the meeting if your shares are held in the form of a share certificate. To be effective, the proxy form and any authority under which it is executed (or a notarially certified copy of such authority), must be deposited, duly completed and signed, at the offices of Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 11.00am on 27 April 2021 or, if the meeting is adjourned, not less than 48 hours (excluding any part of a day that is not a working day) before the time for holding the meeting. If a form of proxy is returned without an indication as to how your proxy shall vote on any particular resolution, your proxy may vote or abstain as he or she thinks fit in relation to each such resolution.

05. If your shares are held in the form of a share certificate, you can appoint and instruct your proxy electronically. To do this you must follow the specific instructions on the proxy form.
06. CREST members who wish to appoint a proxy or proxies through the CREST Electronic Proxy Appointment Service may do so for the Annual General Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual (available via www.euroclear.com). CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with the specifications of Euroclear UK & Ireland Limited (EUI) and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it relates to the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy, must, in order to be valid, be transmitted so as to be received by the Company's agent (ID 3RA50) by 11.00am on 27 April 2021 or, if the meeting is adjourned, not less than 48 hours (excluding any part of a day that is not a working day) before the time for holding the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Application Host) from which the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting services provider(s) should note that EUI does not make available special procedures in EUI for any particular message. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001.

07. A member of the Company which is a corporation may authorise a person or persons to act as its representative(s) at the Annual General Meeting. In accordance with the provisions of the Companies Act 2006, each such representative may exercise (on behalf of the corporation) the same powers as the corporation could exercise if it were an individual member of the Company, provided they do not do so in relation to the same shares. Given the UK Government's current restrictions and guidance impacting in person attendance at the Annual General Meeting, corporate shareholders should consider appointing the Chairman of the meeting as a proxy or corporate representative to ensure their votes can be cast in accordance with their wishes.

Notes

08. Should you wish to appoint someone other than the Chairman of the meeting as your proxy or corporate representative to vote electronically at the Annual General Meeting, you will need to follow the steps above.
09. A person who is not a member of the Company, but has been nominated by a member of the Company (the relevant member) to enjoy information rights (the nominated person), does not have a right to appoint any proxies under note 2 above. A nominated person may have a right under an agreement with the relevant member to be appointed or to have someone else appointed as a proxy for the Annual General Meeting. If a nominated person does not have such a right, or has such a right and does not wish to exercise it, he may have a right under an agreement with the relevant member to give instructions as to the exercise of voting rights.
10. Any member attending the Annual General Meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the Annual General Meeting but no such answer need be given if:
- (i) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information;
 - (ii) the answer has already been given on a website in the form of an answer to a question; or
 - (iii) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
11. Under Section 527 of the Companies Act 2006, members meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to:
- (i) the audit of the Company's accounts (including the Auditors' Report and the conduct of the audit) that are to be laid before the meeting; or
 - (ii) any circumstance connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with Section 437 of the Companies Act 2006.
- The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with Sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under Section 527 of the Companies Act 2006, it must forward the statement to the Company's auditors not later than the time when it makes the statement available on the website. The business which may be dealt with at the meeting includes any statement that the Company has been required under Section 527 of the Companies Act 2006 to publish on a website.
12. In accordance with Regulation 41 of the Uncertificated Securities Regulations 2001 and Section 360B of the Companies Act 2006, only those members entered in the Register of Members of the Company as at the close of business on 27 April 2021 shall be entitled to attend or vote at the Annual General Meeting in respect of the number of ordinary shares registered in their name at that time. Changes to entries in the Register of Members after the close of business on 27 April 2021 or, if the meeting is adjourned, at the close of business on the day which is two days before the day of the meeting, shall be disregarded in determining the rights of any person to attend or vote at the meeting.
13. A copy of this Notice and other information required by Section 311A of the Companies Act 2006 can be found at www.meggitt.com.
14. The following documents will be available for inspection at the registered office of the Company, upon prior appointment during normal business hours on each business day from the date of this Notice up to the close of the Annual General Meeting:
- (i) copies of all contracts of service under which directors of the Company are employed by the Company or any of its subsidiaries; and
 - (ii) copies of the non-executive directors' letters of appointment.
- Please email shareholders@meggitt.com to arrange the inspection of any documents or for further information.
15. Electronic addresses provided in this Notice or any related documentation cannot be used to communicate with the Company for any purpose other than those expressly stated in this Notice.

Notes on the resolutions

Resolutions 1 to 15 (inclusive) and 18 will be proposed as ORDINARY RESOLUTIONS. For these resolutions to be passed more than 50 per cent of shareholders' votes cast must be in favour. Resolutions 16, 17, 19 and 20 will be proposed as SPECIAL RESOLUTIONS. For these resolutions to be passed 75 per cent or more of shareholders' votes cast must be in favour.

Report and financial statements (resolution 1)

The Directors are required to present the reports of the Directors and the auditors and the audited accounts for the year ended 31 December 2020 to the Annual General Meeting.

Approval of Directors' remuneration policy and Directors' remuneration report (resolutions 2 and 3)

Resolution 2 seeks shareholder approval of the Directors' remuneration policy (the "Policy") which is set out in full on pages 133 to 141 of the 2020 Annual Report and Accounts. The Policy sets out the Company's future policy on Directors' remuneration and is subject to a binding vote by ordinary resolution at least every three years. The Policy was last approved by shareholders at the Annual General Meeting in 2020 (the "2020 Policy").

In the context of the ongoing impact of the pandemic, the Remuneration Committee undertook a full review of the 2020 Policy in the summer, and determined that changes were necessary to ensure it continued to appropriately incentivise, retain and reward our executive Directors as well as to ensure incentives would be aligned across the whole senior leadership team at Meggitt over the next policy period whilst the aerospace industry recovers.

Following feedback from shareholders, the Committee proposes the following four revisions to the 2020 Policy:

(i) Increasing the total long-term incentive opportunity from 220% to 250% of salary.

The Committee reviewed the competitiveness and mix of the overall package for the executive Directors and considered it appropriate to increase the Long Term Incentive Plan ("LTIP") opportunity. This will help ensure the remuneration package is competitive with companies of similar scale and complexity, and to support the continued motivation and retention of the executive Directors as our recovery builds over the period of this new Policy.

(ii) Allowing executive Directors to be granted long-term share awards which are not subject to specific performance targets (Restricted Share Awards ("RSA")). RSAs will be granted at a discount of 50% of the regular Performance Share Awards ("PSA") under the LTIP.

RSAs are common elements of compensation in Meggitt's global market for talent and the Committee considered that introducing them to the Policy at Meggitt for executive Directors will support our ability to attract and retain talent. Around 50% of our senior operations leaders are in the US and having an element of restricted share awards in their incentives will align better with the US market. It will also help mitigate some of the retention risk we face in the US. In addition, we recognise that many of our UK shareholders prefer to retain a performance-based award for senior managers, and the hybrid plan seeks to address both of these valid, and equally weighted, perspectives. Hybrid LTIP RSA/PSA awards have already been introduced for our senior executives and so this proposal will ensure alignment of the executive Directors with senior executives.

It is proposed that the overall long-term incentive opportunity be split 50/50 between the RSA and PSA, with RSA face values discounted by 50% compared to the PSA, to maintain the fair value of the long-term incentive opportunity. This results in awards worth 125% of salary under the PSA and 62.5% of salary

under the RSA for the executive Directors. The combined impact of these changes on the executive Director remuneration package is to reduce the overall opportunity by 7%. RSAs will be granted under the LTIP and will ordinarily be subject to all the same rules as the current LTIP approved in 2020, i.e. a three-year vesting period, the same malus/clawback provisions, post-vesting holding period and post cessation shareholding requirements. However, it is proposed that the first RSA (to be granted in 2021) vests on a phased basis over the three-year period, i.e. a third annually, but with release of the vested shares to remain at 5 years following grant (subject to normal leaver rules). This is to address immediate issues of incentive and retention during the recovery period.

The vesting of RSAs will be subject to a discretionary assessment by the Committee of a basket of measures, the balance of which may be varied to reflect the evolution of Meggitt's medium-term financial and strategic priorities over time.

(iii) For awards which are still subject to specific performance conditions, reducing the vesting level at threshold performance from 30% to 25% of maximum.

Meggitt recognises that market practice has evolved over time with respect to the level of long-term incentive vesting for threshold performance. The Committee felt it was an appropriate time to align with market practice.

(iv) Clarifying that the Company has the ability to settle any bonuses paid to executive Directors in shares.

This is being proposed in order to ensure flexibility in the future.

The Committee recognises that there is a significant focus among stakeholders on executive pay levels and on maintaining an appropriate relationship between pay and performance during the unprecedented global crisis in which we continue to operate. Balancing stakeholder interests whilst maintaining appropriate remuneration schemes has been a key priority for the Committee this year in its deliberations.

If resolution 2 is approved, the vote is binding and the Policy will be effective from the date of the Annual General Meeting with the intention that it will remain in place for three years. If the Company wishes to change the Policy within that three year period, it will submit a revised Policy to shareholders for approval. Once the Policy is approved, all payments to current, former or prospective Directors (in their capacity as Directors) will be made in line with the Policy.

Resolution 3 seeks shareholder approval of the Directors' remuneration report (other than the part containing the Policy on pages 133 to 141 of the 2020 Annual Report and Accounts). This provides details of the remuneration arrangements and payments made to the Directors during the year ended 31 December 2020. This vote is advisory and the Directors' entitlement to remuneration is not conditional on it.

Re-election of Directors (resolutions 4 to 12)

In line with the UK Corporate Governance Code and the Company's Articles of Association, all Directors will be subject to annual election or re-election by shareholders at the Annual General Meeting.

Following the performance evaluation of each Director which was undertaken in 2020, the Chairman has confirmed that each of the Directors who are seeking re-election have been and continue to be effective members of the Board and demonstrate commitment to their responsibilities. The Board considers each of the non-executive Directors proposed for re-election to be independent in character and judgement and that there are no relationships or circumstances likely to affect (or appear to affect) his or her judgement. The Board is satisfied that each Director's contribution to the Board continues to be important to the Company's long-term sustainable success.

Notes

Sir Nigel Rudd DL

Non-Executive Chairman, Chair of Nominations Committee
Appointed: 2015 | Nationality: British

In February 2020, Sir Nigel confirmed his intention to retire from the Board. However, on 25 March 2020, we announced that in light of the outbreak of the COVID-19 pandemic and its impact on the global economy, the wider aerospace sector and the Group, the Succession Committee led by Guy Berruyer has agreed with Sir Nigel and the Board that he will stay on as Chairman until further notice. The Board believes that there is significant benefit in continuity of chairmanship at this time.

Throughout the year Sir Nigel has demonstrated a strong level of commitment to Meggitt and has led all meetings of the Board and Nominations Committee, including a large number of additional meetings to provide oversight and direction in respect of COVID-19 and the Board strongly believes that Sir Nigel's other external appointments have not affected his ability to discharge his responsibilities effectively during this period.

Skills and experience

Chartered accountant with extensive board experience spanning multiple sectors including aerospace, retail and financial services. Sir Nigel plays a critical role in managing the Board and the Nominations Committee, and brings decades of executive leadership and chairmanship experience across many industrial companies including aerospace and defence and other complex sectors. His commercial, financial and general business acumen and shareholder focus are extremely valuable to the Board.

Current appointments

Non-Executive Chairman of Signature Aviation plc and Sappi Limited.

The Board of Signature Aviation plc has recommended an offer from a consortium comprising (i) Blackstone Infrastructure and Blackstone Core Equity (ii) Global Infrastructure Partners; and (iii) Cascade Investment, L.L.C. to shareholders and assuming the proposal is approved by shareholders and the regulatory clearances are obtained, it is expected that Sir Nigel Rudd will retire as Chairman of Signature Aviation plc when that transaction completes.

Previous appointments

Chairman of Williams Holdings plc, Destiny Pharma PLC, Kidde plc, Heathrow Airport Holdings Limited (formerly BAA Limited), The Boots Company, Pilkington PLC, Pendragon PLC, Invensys plc, Aquarius Platinum Limited and BGF PLC. Deputy Chairman of Barclays PLC and Non-Executive Director of BAE Systems plc.

Tony Wood

Chief Executive
Appointed as CEO: 2018 | Nationality: British

Skills and experience

Extensive aerospace industry experience gained with Rolls-Royce plc where he held a number of senior management positions, latterly as President, Aerospace. Previously spent 16 years at Messier-Dowty, now part of Safran Group.

Tony's significant operational experience both in aerospace and defence and other industrial sectors, strong customer relationships and strategic oversight of the Group are critical to the Board as the business benefits from the recovery in the civil aerospace market. Tony's experience of leading cultural change in previous roles has also brought the Group's culture into focus just as the expectations of the Board are being raised in these areas.

Organisations

President of ADS, the UK trade organisation representing the aerospace, defence, security and space sectors.

Guy Berruyer

Non-Executive Director and Senior Independent Director
Appointed: 2012 | Nationality: French

Guy Berruyer is reaching the conclusion of his nine-year term in October 2021. The Board consider that Guy's knowledge of Meggitt and his prior experience bring significant value to Board discussions, and that he continues to bring independent challenge to this role. The Board are also keen to ensure continuity on the Board in light of the COVID-19 pandemic and as the Group's key aerospace market recovers. In light of this, Guy Berruyer will continue to serve as a non-executive Director on the Board. However, in light of Guy's length of service, the Nominations Committee has agreed that Alison Goligher will succeed Guy as Senior Independent Director after the 2021 Annual General Meeting.

Skills and experience

Trained as an electrical engineer at the École Polytechnique Fédérale de Lausanne and holds a Harvard Business School MBA.

Guy brings significant experience to the Board as a former Chief Executive of a FTSE 100 multinational enterprise software company.

Appointments in unlisted companies

Non-Executive Chairman of Brandwatch, a digital consumer intelligence company. Non-Executive Director of Berger Levrault, a French software and services company, and Non-Executive Director of Civica Group. Senior adviser to the European software team at Warburg Pincus.

Previous appointments

Group Chief Executive of The Sage Group plc and Chief Executive of Sage Group plc's Europe and Asia division. Non-Executive Chairman of Softomotive Holding Limited. Early career spent with software and hardware vendors in France and other European management roles.

Louisa Burdett

Chief Financial Officer
Appointed: 2019 | Nationality: British

Skills and experience

Chartered accountant who has held senior financial positions in industrial, manufacturing, publishing and pharmaceutical companies.

Louisa brings solid financial, commercial and M&A experience across a broad range of sectors, including aerospace, to the Board.

Current appointments

Non-Executive Director and Chair of the Audit Committee of Electrocomponents plc, a global distributor of industrial and electronic products.

Organisations

Member of the Institute of Chartered Accountants in England and Wales.

Previous appointments

Chief Financial Officer of Victrex plc, a FTSE-250 industrial polymers group. CFO roles with Optos plc, the Financial Times Group, GE Healthcare and CHEP Europe. She also spent time in various roles at GlaxoSmithKline, including Finance Integration Director.

Colin Day

Non-Executive Director, Chair of the Audit Committee
Appointed: 2015 | Nationality: British

Skills and experience

Chartered certified accountant who makes a significant

contribution as Chairman of the Audit Committee, responsible for the interface between the Committee and the external and internal auditors. He has more than 25 years' experience in senior roles and non-executive positions at blue-chip companies across a wide range of industries, including engineering and technology, pharmaceuticals, oil and gas and aerospace. He brings significant commercial and financial expertise to the Board.

Current appointments

Non-Executive Chairman of Premier Foods plc. Non-Executive Director of Euromoney Institutional Investor PLC and Chair of the Audit Committee.

Appointments in unlisted companies

Non-Executive Director for the UK Government's Department for Environment, Food & Rural Affairs and Chair of the Audit and Risk Assurance Committee. Non-Executive Director of FM Global Inc.. Non-Executive Chairman of MK:U Limited.

Organisations

Independent member of the Council of Cranfield University.

Previous appointments

Chief Executive of Essentra PLC, Chief Financial Officer of Reckitt Benckiser Group plc, Group Finance Director of Aegis Group plc, Non-Executive Director of WPP plc, Easyjet plc, Imperial Tobacco Group plc, Cadbury plc and Senior Independent Director of Amec Foster Wheeler plc.

Nancy Gioia

Non-Executive Director, Chair of the Corporate Responsibility Committee and Non-Executive Director for Employee Engagement
Appointed: 2017 | Nationality: American

Skills and experience

Electrical engineer, who brings extensive engineering and operational experience in manufacturing to the Board. Her role in the fast paced automotive manufacturing area gives important perspective in Board discussions about strategic initiatives, and she also has a keen interest in cyber security. Nancy's prior roles also mean that she brings an understanding of the value of culture, diversity and inclusion to her role as Chair of the Corporate Responsibility Committee and as Non-Executive Director responsible for employee engagement.

Current appointments

Non-Executive Director of Brady Corporation, Chair of the Technology Committee and member of the Management Development and Compensation Committee.

Appointments in unlisted companies

Executive Chair of Blue Current Inc., a privately held start-up company focused on battery technologies. Member of the Board of Advisors of KPIT Technologies Limited. Principal of Gioia Consulting Services, LLC., a strategic business advisory company.

Organisations

Member of the University of Michigan-Dearborn Electrical and Computer Engineering Advisory Council and Engineering Dean's Advisory Board.

Previous appointments

Held several key executive positions at Ford Motor Company during a 33-year career. Non-Executive Director of Exelon Corporation, former Chair of AutomotiveNEXT and Stanford University Alliance for Integrated Manufacturing.

Alison Goligher OBE

Non-Executive Director, Chair of the Remuneration Committee
Appointed: 2014 | Nationality: British

Alison Goligher will succeed Guy Berruyer as Senior Independent Director from the date of the Annual General

Meeting. Alison has nearly six years experience on the Board and has, as a result, built good relationships with the non-executives and executive management, has relevant experience of Board dynamics, and has a detailed understanding of the Group, which makes her well qualified to succeed Guy in the role of Senior Independent Director.

Skills and experience

Trained engineer and holds a MEng in Petroleum Engineering from Heriot-Watt University.

Alison brings important energy sector experience. She has a strong operations focus and makes an excellent contribution to strategic discussions. As Remuneration Committee Chair, a role which she also holds on two other Boards, Alison has experience of overseeing two remuneration policy reviews and successfully led the Committee through complex remuneration matters arising in 2020 from COVID-19.

Current appointments

Non-Executive Director of United Utilities Group PLC and Chair of the Remuneration Committee. Non-Executive Director and Chair of the Compensation Committee of Technip Energies N.V. .

Appointments in unlisted companies

Executive Chair of Silixa Limited, a provider of distributed fibre optic monitoring solutions.

Previous appointments

Various roles at Royal Dutch Shell from 2006 to 2015, most recently as Executive Vice President, Upstream International Unconventionals. Previously spent 17 years at Schlumberger, a supplier of technology, integrated project management and information solutions to oil and gas customers worldwide.

Guy Hachey

Non-Executive Director
Appointed: 2019 | Nationality: Canadian

Skills and experience

Guy was President and Chief Operating Officer of Bombardier Aerospace from April 2008 to his retirement in 2014.

Current appointments

Non-Executive Director of Hexcel Corporation and Chair of the Compensation Committee.

Appointments in unlisted companies

Operating partner at Advent International.

Previous appointments

Prior to his retirement from Bombardier, Guy had significant operational roles at Delphi Corporation and General Motors Corporation.

Caroline Silver

Non-Executive Director
Appointed: 2019 | Nationality: British

Skills and experience

Chartered accountant with significant global investment banking experience specialising in financial institutions, financial technology and market infrastructure, and capital raising.

Current appointments

Non-Executive Chair of FTSE 250 consumer products group, PZ Cussons plc, and Chair of the Nominations Committee. Non-Executive Director of Intercontinental Exchange, Inc.

Appointments in unlisted companies

Non-Executive Director of BUPA, Chair of the Risk Committee and member of the Audit and Remuneration Committees. Part-time Advisory Partner at Moelis & Company, a leading global investment bank.

Notes

Organisations

Trustee of the Victoria & Albert Museum, Chair of the Finance Committee and Investment Committees and member of the Audit Committee.

Previous appointments

Caroline was Vice Chair of EMEA Investment Banking at Bank of America Merrill Lynch and spent 14 years at Morgan Stanley where she held a number of senior positions including Global Vice Chair of Investment Banking and European Head of Financial Institutions. She started her career as a chartered accountant with PricewaterhouseCoopers LLP.

Appointment of auditors (resolution 13)

It is necessary to appoint auditors at every general meeting at which accounts are presented to shareholders.

The Board recommends, after receiving a recommendation from the Audit Committee, that PricewaterhouseCoopers LLP be appointed as the Company's auditors for the financial year which commenced on 1 January 2021 until the conclusion of the next Annual General Meeting. PricewaterhouseCoopers LLP have advised of their willingness to be appointed as the Company's auditors.

Remuneration of the auditors (resolution 14)

The remuneration of the auditors must be fixed in a general meeting or in such manner as the Company may determine in a general meeting. Resolution 14 seeks shareholder approval for the Audit Committee to be authorised to agree the auditors' fees for and on behalf of the Board.

Authority to allot shares (resolution 15)

The authority conferred on the Directors at the 2020 Annual General Meeting to allot shares in the Company expires at the forthcoming Annual General Meeting. The Directors recommend that this authority be renewed.

The Investment Association share capital management guidelines on directors' authority to allot shares state that its members will permit, and treat as routine, resolutions seeking authority to allot shares representing up to two thirds of the Company's issued share capital. The guidelines provide that any routine authority to allot shares representing in excess of one third of the Company's issued share capital should only be used to allot shares pursuant to a fully pre-emptive rights issue.

In accordance with these guidelines, the Board seeks the shareholders' authority to allot shares in the capital of the Company up to a maximum nominal amount of £26,042,444 representing the Investment Association's guidelines limit of approximately two thirds of the Company's issued ordinary share capital as at 15 March 2021 (the latest practicable date prior to publication of this Notice). Of this amount, £13,021,222 (representing approximately one third of the Company's issued ordinary share capital as at 15 March 2021 (the latest practicable date prior to publication of this Notice)) can only be allotted pursuant to a rights issue.

The authorities sought under this resolution are in substitution for all existing authorities granted in the Company's Articles of Association or otherwise and will expire at the conclusion of the next Annual General Meeting of the Company (or, if earlier, at the close of business on 30 June 2022).

The Directors have no present intention to exercise these authorities. However, the Directors consider it appropriate to maintain the flexibility that these authorities provide to respond to market developments and to enable allotments to take place to finance business opportunities as they arise.

As at 15 March 2021, the latest practicable date prior to publication of this Notice, the Company held 9,859 treasury shares, representing approximately 0.001 per cent of the Company's issued ordinary share capital (excluding treasury shares).

Disapplication of pre-emption rights (resolutions 16 and 17)

These resolutions seek to renew the authority conferred on the Directors at the 2020 Annual General Meeting to issue equity securities for cash without the application of pre-emption rights provided by Section 561 of the Companies Act 2006. The resolutions will give the Directors the authority to allot ordinary shares (or sell any ordinary shares which the Company elects to hold in treasury) for cash without first offering them to existing shareholders in proportion to their existing shareholdings.

The Directors have no present intention to exercise these authorities. However, the Directors consider it desirable to have the maximum flexibility permitted by corporate governance guidelines to respond to market developments and to enable allotments to take place to finance business opportunities without making a pre-emptive offer to existing shareholders. This cannot be done under the Companies Act 2006 unless the shareholders have first waived their pre-emption rights. The purpose of resolutions 16 and 17 is to enable shareholders to waive their pre-emption rights.

Resolution 16 authorises Directors to allot new shares, pursuant to the authority given by resolution 15, or to sell treasury shares for cash:

- (A) up to a nominal amount of £26,042,444, representing approximately two thirds of the Company's issued share capital, to existing shareholders on a pre-emptive basis. However, unless the shares are allotted pursuant to a rights issue (rather than an open offer), the Directors may only allot shares up to a nominal amount of £13,021,222, (representing approximately one third of the Company's issued ordinary share capital) (in each case, subject to any limits, restrictions or arrangements, such as fractional entitlements and overseas shareholders, as the Directors consider necessary or appropriate); and/or
- (B) otherwise up to a nominal value of £1,953,183, equivalent to approximately 5 per cent of the total issued ordinary share capital of the Company as at 15 March 2021,

in each case without the shares first being offered to shareholders in proportion to their existing holdings.

Resolution 17 additionally authorises the Directors to allot new shares (or sell treasury shares) for cash, without the shares first being offered to existing shareholders in proportion to their existing holdings, in connection with the financing (or refinancing, if the authority is to be used within six months after the original transaction) of an acquisition or specified capital investment which is announced contemporaneously with the allotment or which has taken place in the preceding six month period and is disclosed in the announcement of the allotment. The authority under resolution 17 is limited to a nominal value of £1,953,183, equivalent to approximately 5 per cent of the nominal value of the ordinary share capital of the Company in issue on 15 March 2021 (being the latest practicable date prior to publication of this Notice).

The Directors intend to adhere to the provisions in the Pre-Emption Group's Statement of Principles, as updated in March 2015, and not to allot shares for cash on a non-pre-emptive basis pursuant to the authority in resolution 17 either in excess of an amount equal to 5 per cent of the total issued ordinary share capital of the Company (excluding treasury shares) or in excess of an amount equal to 7.5 per cent of the total issued ordinary share capital of the Company (excluding treasury shares) within a rolling three year period, without prior consultation with shareholders. Adherence to the Pre-Emption Group's Statement of Principles would not preclude issuances

under the authority sought under resolution 17.

Resolutions 16 and 17 comply with the Investment Association's share capital management guidelines and follow the resolution templates issued by the Pre-Emption Group in May 2016. If the resolutions are passed, the authorities will expire at the end of the Company's next Annual General Meeting or, if earlier, at the close of business on 30 June 2022.

Political donations and political expenditure (resolution 18)

Resolution 18 concerns Part 14 of the Companies Act 2006 which provides that political donations made by a company to political parties, to other political organisations and to independent election candidates or political expenditure incurred by a company must be authorised in advance by shareholders.

It is the policy of the Company not to make donations to political parties, other political organisations or independent election candidates or to incur any other political expenditure and the directors have no intention of changing that policy. However, as a result of the wide definitions in the Companies Act 2006, normal expenditure (such as expenditure on organisations concerned with matters of public policy, law reform and representation of the business community) and business activities (such as communicating with the Government and political parties at local and national level) might be construed as political expenditure or as a donation to a political organisation and fall within the restrictions of the Companies Act 2006.

This resolution does not purport to authorise any particular donation or expenditure but is expressed in general terms as required by the Companies Act 2006 and is intended to authorise normal donations and expenditure. If passed, this resolution will allow the Company and all companies which are subsidiaries of the Company at any time the authority is in place to:

- (A) make political donations to political parties or independent election candidates (as such terms are defined in Sections 363 and 364 of the Companies Act 2006), not exceeding £20,000 in aggregate;
- (B) make political donations to political organisations other than political parties (as such terms are defined in Sections 363 and 364 of the Companies Act 2006), not exceeding £20,000 in aggregate; and
- (C) incur political expenditure (as such term is defined in Section 365 of the Companies Act 2006), not exceeding £20,000 in aggregate,

in the period commencing with the date of the passing of resolution 18 and ending with the conclusion of the next Annual General Meeting of the Company (or, if earlier, at the close of business on 30 June 2022) unless previously reviewed, varied or revoked by the Company in general meeting, whilst avoiding, because of the uncertainty over the definitions used in the Companies Act 2006, inadvertent infringement of that Act. Any political donation made or political expenditure incurred which is in excess of £2,000 will be disclosed in the Company's Annual Report for next year, as required by the Companies Act 2006. The authority will not be used to make political donations within the normal meaning of that expression.

Authority for the Company to purchase its own shares (resolution 19)

Resolution 19 enables the Company to purchase in the market up to a maximum of 78,127,336 ordinary shares (representing approximately 10 per cent of the Company's issued ordinary share capital, excluding treasury shares, as at 15 March 2021 (being the latest practicable date prior to publication of this Notice)) at a minimum price, exclusive of expenses, of 5 pence per ordinary share and a maximum price, exclusive of expenses, of the higher of (1) an amount equal to 105 per cent of the average of the middle market quotations for an ordinary share as derived from the London Stock Exchange Daily Official List for

the five business days immediately preceding the day on which that ordinary share is purchased and (2) the higher of the price of the last independent trade and the highest current independent bid on the trading venue where the purchase is carried out.

Shares purchased under this authority would be cancelled or held as treasury shares to be sold at a later date or used to satisfy awards under the Company's share plans as the Board saw fit. If shares were held in treasury, the increase in earnings per share would only be effective until such time as the shares were sold or used for share awards. If treasury shares were used for share awards, such use would be within the limits on dilution contained in institutional shareholder guidelines. The Directors will have regard to investor group guidelines which may be in force at the time of any such purchase, holding or re-sale of shares held in treasury. As at 15 March 2021, the Company held 9,859 shares as treasury shares. If the resolution is passed the authority will expire at the end of the Company's next Annual General Meeting or, if earlier, at the close of business on 30 June 2022.

As at 15 March 2021 (being the latest practicable date prior to publication of this Notice) the total number of ordinary shares that might be issued on the exercise of outstanding options and awards was 21,313,149 which represented approximately 2.73 per cent of the Company's issued share capital as at that date (excluding treasury shares). If the authority granted at the 2020 Annual General Meeting and the authority proposed to be granted under this resolution were both exercised in full, these options and awards would, assuming no further ordinary shares were issued after that date, represent 3.41 per cent of the Company's issued ordinary share capital (excluding treasury shares) as at that date. The Company has no warrants in issue in relation to the shares.

The authority conferred by this resolution will only be exercised by the Directors in accordance with the Board's stated capital allocation policy, taking account of other investment opportunities, appropriate gearing levels, the overall financial position of the Group and whether it would be in the best interests of shareholders generally. The Board believes that in maintaining an efficient balance sheet, a net debt/EBITDA ratio of between 1.5x and 2.5x is generally appropriate, whilst retaining the flexibility to move outside the range if appropriate. Based on current net debt/EBITDA ratio the Directors have no present intention for the Company to exercise the authority granted by this resolution to purchase its own ordinary shares.

Notice of general meetings (resolution 20)

The Companies Act 2006 provides that the minimum notice period for general meetings is 21 clear days unless the Company:

- (A) has passed a special resolution in general meeting approving the holding of a general meeting on 14 clear days' notice; and
- (B) offers a facility for all shareholders to vote by electronic means.

The Directors believe it is in the best interests of the shareholders of the Company to make the shorter notice period available to the Company and accordingly are seeking to renew their existing authority to do so. The Company confirms that it already makes electronic voting available to all shareholders however, if anything further is needed to fulfil this requirement in the future, shareholders will be informed accordingly. The shorter notice period would not be used as a matter of routine for such meetings, but only where time-sensitive matters are to be discussed and where merited in the interests of shareholders as a whole.

The approval will be effective until the Company's next Annual General Meeting.

How to Access the AGM

Meggitt PLC AGM Meeting ID: 195-408-688



Meeting Access

You can participate in the Annual General Meeting by accessing the following website:
<https://web.lumiagm.com>.

This can be accessed online using most well-known internet browsers such as Internet Explorer (not compatible with versions 10 and below), Chrome, Firefox and Safari on a PC, laptop or internet-enabled device such as a tablet or smartphone.

On accessing the meeting website, you will be asked to enter the Meeting ID above.

You will then be prompted to enter your unique shareholder reference number (SRN) and PIN. These can be found printed on your proxy form. If you are unable to access your SRN or PIN please contact the Company's registrar, Computershare by calling the shareholder helpline on: +44 (0)370 703 6210* or emailing steven.anderson@computershare.co.uk

Duly appointed proxies and corporate representatives should contact Computershare before 5.30pm on 27 April 2021, to receive a unique username and PIN to access the Lumi AGM website. E-mail a scanned copy of your letter of representation and shareholder reference number to corporate-representatives@computershare.co.uk

Please note that an active internet connection is required in order to successfully cast your vote, submit questions and view the broadcast. It is your responsibility to ensure connectivity for the duration of the meeting



Broadcast

If you are viewing the meeting on a mobile device and would like to listen to the broadcast, press the broadcast icon at the bottom of the screen.

If you are viewing the meeting on a computer, the broadcast will appear at the side automatically once the meeting has started.



Voting

Once voting has opened at the start of the Annual General Meeting, the polling icon will appear on the navigation bar. From here, the resolutions and voting choices will be displayed.

Select the option that corresponds with how you wish to vote, "For", "Against" or "Abstain". Once you have selected your choice, the option will change colour and a confirmation message will appear to indicate your vote has been cast and received. There is no submit button. If you make a mistake or wish to change your vote, simply select the correct choice. If you wish to "cancel" your vote, select the "cancel" button. You will be able to do this at any time whilst the poll remains open.



Questions

Questions for the Board can be submitted in advance of the Annual General Meeting by emailing shareholders@meggitt.com by no later than 5.00pm on 28 April 2021 or on the day via the Lumi platform.

Questions on the day can be submitted as text by selecting the messaging icon on the Lumi platform or verbally via teleconference using the details provided on the Lumi platform at the start of the meeting.

If you ask a question via teleconference, please ensure that the broadcast on the website is muted to avoid interference when asking your question. The teleconference is only for asking questions. You should continue to listen and watch the meeting via the broadcast.

Questions sent via email or the Lumi platform will be moderated to avoid repetition and ensure the smooth running of the meeting.

All questions submitted and the answers to them, including those submitted after the Q&A section of the Annual General Meeting, will be posted on our website.

* Lines are open 8.30am to 5.30pm Monday to Friday (excluding UK public holidays).