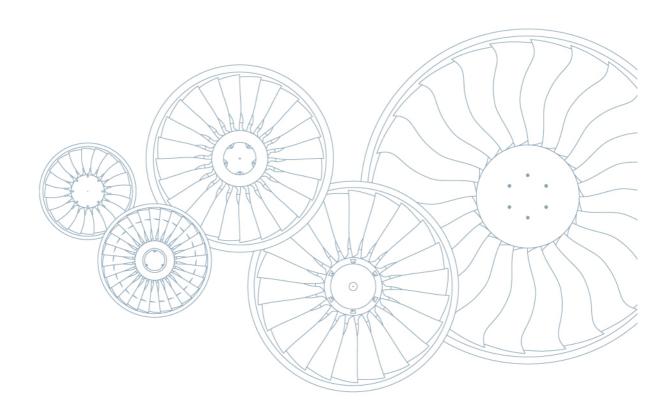




Voting results on Resolutions of the Annual General Meeting of MTU Aero Engines Holding AG as of April 22, 2010





# Voting Results on Resolutions of the Annual General Meeting of Aero Engines Holding AG as of April 22, 2010

#### Valid votes before the adoption of the resolutions on the agenda items 2 to 12:

Of the registered capital of € 52,000,000.00 splitted into 52,000,000 shares, 26,409,867 shares with the same amount of voting rights (50.79% of registered capital), were present or represented before the adoption of the resolutions on the agenda items 2 to 12.

The voting took place via the accumulation method (Additionsverfahren).

#### Agenda item 2:

## Resolution on the appropriation of balance sheet profits

Number of shares.	for which	valid votes have been casted:	26,275,945

Share of the capital represented by the valid votes: 50.53%

Votes in favor: 26,187,266

Votes against: 88,679

The proposal of the management was adopted with **99.66%** of the votes.

#### Agenda item 3:

# Resolution on the ratification of the acts of the members of the Management Board in the fiscal year 2009

Number of shares, for which valid votes have been casted: 26,177,927

Share of the capital represented by the valid votes: 50.34%

Votes in favor: 25,939,256

Votes against: 238,671

The proposal of the management was adopted with **99.09%** of the votes.



### Agenda item 4:

# Resolution on the ratification of the acts of the members of the Supervisory Board in the fiscal year 2009

Number of shares, for which valid votes have been casted: 26,344,758

Share of the capital represented by the valid votes: 50.66%

Votes in favor: 26,104,830

Votes against: 239,928

The proposal of the management was adopted with 99.09% of the votes.

#### Agenda item 5:

### Appointment of the auditor for the fiscal year 2010

Number of shares, for which valid votes have been casted: 26,258,783

Share of the capital represented by the valid votes: 50.50%

Votes in favor: 25,966,266

Votes against: 292,517

The proposal of the management was adopted with **98.89%** of the votes.

#### Agenda item 6:

Resolution on authorization to acquire and use own shares pursuant to Sec. 71 (1) no. 8 of the Stock Corporation Act and to exclude subscription rights

Number of shares, for which valid votes have been casted: 26,098,856

Share of the capital represented by the valid votes: 50.19%

Votes in favor: 25,584,731

Votes against: 514,125

The proposal of the management was adopted with **98.03%** of the votes.



# Agenda item 7:

# Resolution on the amendment to the Articles of Association to align same with the Act Implementing the Shareholders' Rights Directive

Number of shares, for which valid votes have been casted: 26,359,050

Share of the capital represented by the valid votes: 50.69 %

Votes in favor: 26,277,814

Votes against: 81,236

The proposal of the management was adopted with 99.69% of the votes.

#### Agenda item 8:

Resolution on the revocation of the previous Authorized Capital I and creation of new Authorized Capital I; amendment of Sec. 4 (5) of the Articles of Association

Number of shares, for which valid votes have been casted: 26,357,049

Share of the capital represented by the valid votes: 50.69%

Votes in favor: 20,844,840

Votes against: 5,512,209

The proposal of the management was adopted with **79.09%** of the votes.



# Agenda item 9:

Resolution on the revocation of the previous Authorized Capital II and creation of new Authorized Capital II; amendment of Sec. 4 (6) of the Articles of Association

Number of shares, for which valid votes have been casted: 26,260,440

Share of the capital represented by the valid votes: 50.50%

Votes in favor: 17,849,895

Votes against: 8,410,545

The proposal of the management has received **67.97%** of the votes and was therefore rejected.

MTU regrets the outcome of the vote on item 9 on the agenda of its annual general meeting.

The vote does not presently constrain MTU's ability to act. Following up on the annual general meeting, we will enter into dialog with our investors to explore the reasons for the rejection of the Board of Management and Supervisory Board's proposal in its current form. Jointly with our investors, we would like to find a suitable way to submit a new proposal, possibly amended to address any concerns raised, for resolution at next year's annual general meeting.

#### Agenda item 10:

Resolution on the reduction of the Conditional Capital; amendment of Sec. 4 (7) of the Articles of Association

Number of shares, for which valid votes have been casted: 26,355,945

Share of the capital represented by the valid votes: 50.68%

Votes in favor: 26,269,875

Votes against: 86,070

The proposal of the management was adopted with **99.67%** of the votes.



### Agenda item 11:

Resolution on the authorization to issue convertible bonds and / or warrant-linked bonds, also with the exclusion of a subscription right; creation of Conditional Capital; insertion of a new subsection 8 in Sec. 4 of the Articles of Association

Number of shares, for which valid votes have been casted: 26,263,791

Share of the capital represented by the valid votes: 50.51%

Votes in favor: 20,723,507

Votes against: 5,540,284

The proposal of the management was adopted with 78.91% of the votes.

#### Agenda item 12:

Resolution on the approval of the system of compensation for members of the Management Board

Number of shares, for which valid votes have been casted: 26,268,466

Share of the capital represented by the valid votes: 50.52%

Votes in favor: 25,719,394

Votes against: 549,072

The proposal of the management was adopted with 97.91% of the votes.