



18 October 2016

The Manager Company Announcements Office Australian Securities Exchange Level 4, Stock Exchange Centre 20 Bridge Street Sydney NSW 2000

Dear Sir / Madam,

COCHLEAR LIMITED - RESULTS OF 2016 ANNUAL GENERAL MEETING

We refer to the Cochlear Limited Annual General Meeting held today. The results of the meeting are set out in the attached document. All resolutions were decided by way of a poll.

These results are provided in accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act. The results include details of the proxies and direct votes received as well as the results of the polls held.

Yours faithfully

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Neville J Mitchell Company Secretary

COCHLEAR LIMITED 2016 Annual General Meeting Tuesday, 18 October 2016 Voting Results

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

| Resolution details | | Instructions given to validly appointed proxies (as at proxy close) | | | | Direct votes (as at close of direct voting) | | | Number of votes cast on the poll (where applicable) | | | Resolution Result |
|--------------------------------------------------------------|--------------------|------------------------------------------------------------------------|-----------|-----------------------|-----------|------------------------------------------------|-----------|---------|--------------------------------------------------------|---------------------|-----------|--------------------------|
| Resolution | Resolution Type | For | Against | Proxy's Discretion | Abstain | For | Against | Abstain | For | Against | Abstain* | Carried / Not Carried |
| 1.1 Financial and other reports | Ordinary | 22,915,032 | 950 | 264,154 | 1,039,080 | 14,304,043 | 12,929 | 431,521 | 37,605,151 99.96% | 13,879 0.04% | 1,470,751 | Carried |
| 2.1 Remuneration Report | Ordinary | 23,716,553 | 223,919 | 261,354 | 14,740 | 14,383,611 | 303,352 | 59,217 | 38,409,951 98.65% | 526,571 1.35% | 74,189 | Carried |
| 3.1 To re-elect Mrs Yasmin Allen as a director | Ordinary | 23,695,578 | 255,690 | 261,344 | 6,604 | 14,216,210 | 492,572 | 40,298 | 38,289,144 98.08% | 748,495 1.92% | 52,729 | Carried |
| 3.2 To re-elect Mr Donal O'Dwyer as a director | Ordinary | 18,219,356 | 5,635,015 | 270,141 | 94,704 | 11,764,653 | 2,943,783 | 40,544 | 30,364,880 77.97% | 8,580,508 22.03% | 144,880 | Carried |
| 4.1 Grant of securities to CEO & President Chris Smith | Ordinary | 23,734,401 | 204,157 | 262,519 | 15,489 | 14,300,191 | 390,541 | 54,228 | 38,342,544 98.47% | 596,168 1.53% | 70,779 | Carried |

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

