

Hear now. And always



16 October 2012

Manager Companies  
Company Announcements Office  
Australian Securities Exchange Limited  
Level 4, Stock Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir / Madam,

**COCHLEAR LIMITED**  
**RESULTS OF 2012 ANNUAL GENERAL MEETING**

We refer to the Cochlear Limited Annual General Meeting 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,

A handwritten signature in dark ink, appearing to read "N Mitchell", is written over a light grey background.

**Neville J Mitchell**  
Company Secretary

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1.1) **To receive the Financial Report, Directors' Report and Auditor's Report in respect of the year ended 30 June 2012**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
33,921,113	7,125	151,071	402,498

Direct votes received were as follows:

For	Against	Abstain
601,445	18,389	26,643

The motion was carried as an ordinary resolution on a poll the details of which are:

For	Against	Abstain
35,799,114	25,514	178,279

2.1) **That the Remuneration Report be adopted**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
23,596,508	10,355,482	128,127	339,898

Direct votes received were as follows:

For	Against	Abstain
395,596	207,883	45,998

The motion was carried as an ordinary resolution on a poll the details of which are:

For	Against	Abstain
24,112,162	10,844,469	192,217

3.1) **To re-elect Prof Edward Byrne, AO as a director of the Company**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
33,972,818	85,229	21,187	402,573

Direct votes received were as follows:

For	Against	Abstain
592,423	33,485	22,427

The motion was carried as an ordinary resolution on a poll the details of which are:

For	Against	Abstain
35,825,474	118,714	60,577

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**3.2) To re-elect Mr Andrew Denver as a director of the Company**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
33,730,548	325,857	21,462	403,940

Direct votes received were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
586,451	35,027	24,857

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
35,581,744	360,884	60,037

**4.1) Approval of issue, allocation or transfer of securities to the CEO/President under the Cochlear Executive Long Term Incentive Plan**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
22,993,361	10,845,006	246,949	340,765

Direct votes received were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
343,646	269,768	37,063

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
23,456,785	11,401,122	1,030,218

**5.1) That the Company renew the Proportional Takeover Provisions**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
32,817,480	1,242,500	15,785	406,042

Direct votes received were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
567,282	36,827	45,368

The motion was carried as a special resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
34,662,002	1,279,647	62,608

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