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OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

Cobham plc, Brook Road  
Wimborne, Dorset, BH21 2BJ, UK

Tel: +44 (0)1202 882020 • Fax: +44 (0)1202 840523

www.cobham.com

Our ref: L/COB/88.2/20967

18<sup>th</sup> April 2008

Securities and Exchange Commission  
Division of Corporate Finance  
Office of International Corporate Finance  
100 F Street NE  
Washington  
DC 20549, USA



# SUPL

Dear Sirs

**Securities Exchange Act 1934 Rule 12g3-2(b)**  
**Issuer: Cobham plc**  
**File no: 8234923**

We enclose the following copy documents as required pursuant to the above-referenced rule:

1. General Purposes Committee resolution allotting securities dated 14 April 2008.
2. General Purposes Committee resolution allotting securities dated 17 April 2008.
3. Notice of allotment of shares or securities on Form 88(2) dated 14 April 2008.
4. Notice of allotment of shares or securities on Form 88(2) dated 17 April 2008.

If you have any questions or comments, please contact me at +44 (0)1202 857552.

Yours faithfully  
for Cobham plc

ff W G Tucker  
Company Secretary

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Minutes of a meeting of the General Purposes Committee  
held at Brook Road, Wimborne, Dorset BH21 2BJ  
on 14<sup>th</sup> April 2008

2008 APR 21 P 1:19  
OFFICE OF INTERIM TENDERS  
CORPORATE FINANCE

**Present:** W G Tucker - Chairman  
A J Stevens (by telephone)

**In attendance:** W G Tucker – Secretary

1. It was reported that the participant below had given notice to the company in compliance with the scheme rules exercising his options in accordance with the following particulars:

1.1 **The Cobham Executive Share Option Scheme (1994)**

<u>Date of Grant</u>	<u>Name</u>	<u>Date of Notice</u>	<u>No. of Shares</u>	<u>Subscription Price</u>
30.10.03	P Banning	14.04.08	9,850 "A"	£11,680.426

**The Cobham Executive Share Option Scheme (2004)**

<u>Date of Grant</u>	<u>Name</u>	<u>Date of Notice</u>	<u>No. of Shares</u>	<u>Subscription Price</u>
20.09.04	P Banning	14.04.08	9,320 "A"	£12,557.144

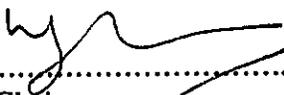
It was resolved that a total of 19,170 new ordinary shares of 2.5p nominal value each be allotted in accordance with the following particulars such shares to rank pari passu with the existing ordinary shares of 2.5p each.

<u>Name</u>	<u>No. of Shares</u>	<u>Premium per Share (£)</u>
P Banning	9,850	0.88666
	9,320	1.32233

- 1.2 It was further resolved that the secretary be instructed:

- 1.2.1 to direct the Registrars to prepare as soon as possible a definitive share certificate for 19,170 ordinary shares of 2.5p each in the company allotted to Rood Nominees Limited [Crest Account CFIN/Participant DT01];
- 1.2.2 to prepare and file form 88(2) and to notify the Stock Exchange of the issue of the shares.

2. There being no further business the meeting closed.

  
-----  
Chairman

**COBHAM PLC**

**Minutes of a meeting of the General Purposes Committee  
held at Cobham plc,  
Brook Road, Wimborne, Dorset BH21 2BJ  
On 17<sup>th</sup> April 2008**

**Present:** W G Tucker - Chairman  
A J Stevens (by telephone)

**In attendance:** W G Tucker - Company Secretary

**1. The Cobham Savings Related Share Option Scheme ("the Scheme")**

1.1 It was reported that the participants listed on the share-save closure schedule received from the Yorkshire Building Society dated 16<sup>th</sup> April 2008, had given notice to the company (such notice being accompanied by the appropriate subscription price of £5,907.24) in compliance with the Scheme rules exercising their options in accordance with the particulars set out in the said schedules.

1.2 It was resolved that a total of 5,490 new ordinary shares of 2.5p nominal value each be allotted to the said participants in accordance with the particulars set out in the closure schedules dated 16<sup>th</sup> April 2008 and that such shares to rank pari passu with the existing ordinary shares of 2.5p each:

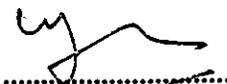
1.3 It was further resolved that the secretary be instructed:

1.3.1 to direct the registrars to prepare as soon as possible definitive share certificates in respect of the shares allotted as aforesaid; and

1.3.2 to prepare and file form 88(2) and to notify the Stock Exchange of the issue of the shares.

1.3.3 to retain a record of closure details relating to this transaction.

2. There being no further business the meeting closed.

  
.....  
**Chairman**

Please complete in typescript,  
or in bold black capitals  
CHFP029

**Return of Allotment of Shares**

**Company Number**

30470

**Company name in full**

Cobham plc

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted <i>(If shares were allotted on one date enter that date in the "from" box)</i>	From			To		
	Day	Month	Year	Day	Month	Year
	1	4	2008			

<b>Class of shares</b> <i>(ordinary or preference etc)</i>	Ordinary 2.5p, £,		
<b>Number allotted</b>	19,170		
<b>Nominal value of each share</b>	£ 0.025		
<b>Amount (if any) paid or due on each share</b> <i>(including any share premium)</i>	£ 0.025		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up			
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Consideration for which the shares were allotted <i>(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)</i>	

**When you have completed and signed the form send it to the Registrar of Companies at:**

Companies House receipt date barcode

**Companies House, Crown Way, Cardiff CF14 3UZ**      **DX 33050 Cardiff**  
For companies registered in England and Wales

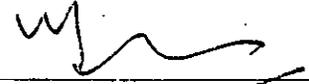
**Companies House, 37 Castle Terrace, Edinburgh EH1 2EB**      **DX 235 Edinburgh**  
For companies registered in Scotland

**Shareholder details**

**Shares and share class allotted**

<p>Name  <u>ROOD NOMINEES LIMITED (CREST PARTICIPANT DT01/CREST MEMBER ACCOUNT CFIN)</u></p> <p>Address  <u>20 FENCHURCH STREET, LONDON, ENGLAND</u></p> <p>UK Postcode <u>E C 3 P 3 D B</u></p>	<p>Class of shares allotted  <u>Ordinary 2.5p, E</u></p>	<p>Number allotted  <u>19,170</u></p>
<p>Name  <u></u></p> <p>Address  <u></u></p> <p>UK Postcode <u> L L L L L L L</u></p>	<p>Class of shares allotted  <u></u></p>	<p>Number allotted  <u></u></p>
<p>Name  <u></u></p> <p>Address  <u></u></p> <p>UK Postcode <u> L L L L L L L</u></p>	<p>Class of shares allotted  <u></u></p>	<p>Number allotted  <u></u></p>
<p>Name  <u></u></p> <p>Address  <u></u></p> <p>UK Postcode <u> L L L L L L L</u></p>	<p>Class of shares allotted  <u></u></p>	<p>Number allotted  <u></u></p>
<p>Name  <u></u></p> <p>Address  <u></u></p> <p>UK Postcode <u> L L L L L L L</u></p>	<p>Class of shares allotted  <u></u></p>	<p>Number allotted  <u></u></p>

Please enter the number of continuation sheets (if any) attached to this form

Signed  W.G. TUCKER Date 14/4/08  
 A director / secretary / administrator / administrative receiver / receiver manager / receiver Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

MR WARREN TUCKER, COMPANY SECRETARY, COBHAM PLC, BROOK ROAD,	
WIMBORNE, DORSET, BH21 2BJ	
Tel 01202 882020	
DX number	DX exchange

Please complete in typescript,  
or in bold black capitals  
CHFP029

**Return of Allotment of Shares**

**Company Number**

30470

**Company name in full**

Cobham plc

**Shares allotted (including bonus shares):**

	From			To		
Date or period during which shares were allotted <i>(If shares were allotted on one date enter that date in the "from" box)</i>	Day	Month	Year	Day	Month	Year
	1	7	04	2	0	08

Class of shares <i>(ordinary or preference etc)</i>	Ordinary 2.5p, £,		
Number allotted	5,490		
Nominal value of each share	£ 0.025		
Amount (if any) paid or due on each share <i>(including any share premium)</i>	£ 0.025		

*List the names and addresses of the allottees and the number of shares allotted to each overleaf*

**If the allotted shares are fully or partly paid up otherwise than in cash please state:**

% that each share is to be treated as paid up

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Consideration for which the shares were allotted  
*(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)*


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For companies registered in England and Wales

**Companies House, 37 Castle Terrace, Edinburgh EH1 2EB    DX 235**  
For companies registered in Scotland    **Edinburgh**

Shareholder details

Shares and share class allotted

Name INDIVIDUALS NAMED ON ATTACHED SCHEDULE ISSUED BY THE YORKSHIRE BUILDING Address  UK Postcode L L L L L L L L	Class of shares allotted	Number allotted
Name Address  UK Postcode L L L L L L L L	Class of shares allotted	Number allotted  5,490
Name Address  UK Postcode L L L L L L L L	Class of shares allotted	Number allotted
Name Address  UK Postcode L L L L L L L L	Class of shares allotted	Number allotted
Name Address  UK Postcode L L L L L L L L	Class of shares allotted	Number allotted

Please enter the number of continuation sheets (if any) attached to this form

Signed W. TUCKER Date 17/11/08  
 A director / secretary / administrator / administrative receiver / receiver manager / receiver Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

MR WARREN TUCKER, COMPANY SECRETARY, COBHAM PLC, BROOK ROAD,	
WIMBORNE, DORSET, BH21 2BJ	
Tel 01202 882020	
DX number	DX exchange

AccountNumber	GrantDate	Term	OptionPrice	Title	Surname	Initials	EmployeeNumber	ExercisedShares	Cost	Address1	Address2	Address3	Address4	Postcode	Forenames	Location
008870161565	161104	3	1.076	MISS	BURNINGHAM	AE	850	1970	2119.72	56 RODNEY DRIVE	MUDEFORD	CHRISTCHURCH		BH23 3JF	ANNE ELIZABETH	FRA
008870166565	161104	3	1.076	MR	CHAMPION	TD	352	3520	3787.52	SUNNYMEAD SHEEPCROFT LANE	WHITEMOOR	WIMBORNE	DORSET	BH21 7DA	TREVOR DAVID	FRA
Total								5490	5907.24							

END