

INVENSYS PLC (the "Company")

ANNUAL GENERAL MEETING (AGM) - 18 JULY 2008

- 1) In accordance with the Disclosure and Transparency Rules, Invensys plc notifies that Martin Jay, Chairman of the Company, held in addition to his direct voting rights of 14,658 ordinary shares additional indirect voting rights of 537,923,573 ordinary shares as of 11am on 16 July 2008. The indirect voting rights represented the number of proxies held by the Chairman of the Company pursuant to proxies received in respect of various resolutions proposed at the Annual General Meeting that was held at 11am on 18 July 2008. The indirect voting rights lapsed immediately upon the conclusion of the Annual General Meeting, and the Chairman no longer has an interest in the indirect voting rights.
- 2) Invensys plc confirms that all resolutions proposed at the AGM of the Company held on 18 July 2008 were passed and the results of the poll are as detailed below:

Resolutions	FOR No. of Votes	%	AGAINST No. of Votes	%	TOTAL No. of Votes
1. To receive report and accounts for the year ended 31 March 2008	537,923,573	100.00	13,500	0.00	537,937,073
2. To approve the Remuneration report	513,745,408	96.62	17,976,057	3.38	531,721,465
3. To re-elect Mr B Green	537,785,483	99.97	140,567	0.03	537,926,050
4. To re-appoint Ernst & Young LLP as auditors	531,968,384	99.99	49,255	0.01	532,017,639
5. To authorise the directors to determine auditors' remuneration	537,609,953	99.95	275,491	0.05	537,885,444
6. To authorise allotment of relevant securities	536,901,154	99.81	1,025,103	0.19	537,926,257
7. To authorise disapplication of pre-emption provisions (special resolution)	536,640,317	99.77	1,256,435	0.23	537,896,752
8. To adopt new Articles of Association	525,412,346	98.68	7,007,379	1.32	532,419,725

3) Invensys plc further confirms that two copies of the resolutions passed as special business at the AGM have been submitted to the UK Listing Authority, in accordance with Listing Rule 9.6.2 of the UK Listing

Rules.

These resolutions will shortly be available to the public for inspection at the UK Listing Authority's

Document Viewing Facility that is situated at:

The UK Listing Authority
25 The North Colonnade,
Canary Wharf,
London E14 5HS

Tel: 020 7676 1000

Name of contact and telephone number for queries: Steve Devany, Vice President -
Communications

020 7821 3758

Name of Company official responsible for making notification: Jessica Wildgoose, Assistant
Secretary

Date of notification: 18 July 2008

This information is provided by RNS
The company news service from the London Stock Exchange

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