

AUTONOMY CORPORATION PLC
Results of Annual General Meeting
(Incorporated and registered in England and Wales with number 3175909)

The Annual General Meeting of Autonomy Corporation plc (the "Company") held at Cambridge Business Park, Cowley Road, Cambridge CB4 0WZ on 24 March 2010 at 4 00pm. The following resolutions were put to the meeting and approved

Resolution 1 To receive and adopt the accounts of the Company for the financial year ended 31 December 2009 together with the directors' report, the directors' remuneration report and the auditors' report on those accounts and the auditable part of the remuneration report

Resolution 2 To approve the directors' remuneration report included in the Annual Report and Accounts for the year ended 31 December 2009

Resolution 3 That the appointment of Robert Webb as a director, such appointment having occurred after the conclusion of the last Annual General Meeting of the Company, be approved and confirmed

Resolution 4 To re-elect Sushovan Hussain as a director of the Company

Resolution 5 To re-elect Michael Lynch as a director of the Company

Resolution 6 To re-elect John McMonigall as a director of the Company

Resolution 7 To re-elect Richard Perle as a director of the Company

Resolution 8 To re-elect Barry Arko as a director of the Company

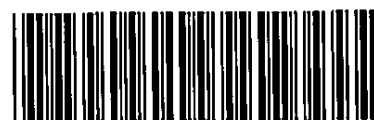
Resolution 9 To re-appoint Deloitte LLP as auditors of the Company in accordance with section 489 of the Companies Act 2006 to hold office until the conclusion of the next general meeting at which the accounts of the Company are laid

Resolution 10 To authorise the directors of the Company to determine the auditors' remuneration for the ensuing year

Resolution 11 That in accordance with section 551 of the Companies Act 2006 (the "Act"), the directors be and they are generally and unconditionally authorised to exercise all powers of the Company to allot equity securities (within the meaning of section 560 of the Act)

- (a) up to an aggregate nominal amount of £267,640 32, and
- (b) up to an aggregate nominal amount of £267,640 32 in connection with a rights issue (as defined in the Listing Rules issued by the Financial Services Authority pursuant to Part VI of the Financial Services and Markets Act 2000), to holders of equity securities, in proportion to their respective entitlements to such equity securities, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange,

provided that this authority shall expire on the conclusion of the Company's annual general meeting in 2011 save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot such equity securities in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired



Resolution 12 Subject to the passing of Resolution 11 above of the notice of meeting of which this resolution forms part, the directors be and they are empowered pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities (within the meaning of section 560 of the Act)

- (a) pursuant to the authority conferred by resolution 11(a) of the notice of meeting of which this resolution forms part, as if section 561 of the Act did not apply to any such allotment, provided that this power shall be limited to
 - (i) the allotment of equity securities in connection with any rights issue or other issue or offer by way of rights (including, without limitation, under an open offer or similar arrangement) to holders of equity securities, in proportion to their respective entitlements to such equity securities, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange, and
 - (ii) the allotment of equity securities (otherwise than pursuant to sub-paragraph (i) above) up to an aggregate nominal value of £40,146 05, and
- (b) pursuant to the authority conferred by resolution 11(b) of the notice of meeting of which this resolution forms part, as if section 561 of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities in connection with a rights issue (as defined in the Listing Rules issued by the Financial Services Authority pursuant to Part VI of the Financial Services and Markets Act 2000) to holders of equity securities, in proportion to their respective entitlements to such equity securities, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange,

provided that this power shall expire on the conclusion of the Company's annual general meeting in 2011 save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the board may allot equity securities in pursuance of such an offer or agreement as if the power conferred by this resolution had not expired

Resolution 13 That the Company be and is hereby generally and unconditionally authorised for the purposes of section 701 of the Companies Act 2006 to make one or more market purchases (within the meaning of section 693(4) of that Act) on the London Stock Exchange of ordinary shares of 1/3 pence each in the capital of the Company provided that

- (a) the maximum aggregate number of ordinary shares hereby authorised to be purchased is 24,087,628 (representing approximately 10 per cent of the Company's issued ordinary share capital),
- (b) the minimum price which may be paid for such shares is 1/3 pence per share,
- (c) the maximum price which may be paid for an ordinary share shall not be more than 5 per cent above the average of the middle market quotations for an ordinary share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the date on which the ordinary share is purchased,
- (d) unless previously renewed, varied or revoked, the authority hereby conferred shall expire on the conclusion of the Company's annual general meeting in 2011, and

- (e) the Company may make a contract or contracts to purchase ordinary shares under the authority hereby conferred prior to the expiry of such authority that will or may be executed wholly or partly after the expiry of such authority and may make a purchase of ordinary shares in pursuance of any such contract or contracts

Resolution 14 That the Company may hold general meetings of shareholders (other than annual general meetings) at not less than 14 clear days' notice, provided that this power shall expire on the earlier of 15 months after the passing of this Resolution or the conclusion of the annual general meeting of the Company to be held in 2011

Resolution 15 That the Articles of Association produced to the meeting and initialled by the Chairman of the meeting for the purpose of identification be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association



Chairman