



NEWS RELEASE

Aeroflex Holding Corp. Commences Initial Public Offering of Common Stock

PLAINVIEW, New York — November 5, 2010— Aeroflex Holding Corp. (the “Company”) announced today the launch of its initial public offering of 17,250,000 shares of its common stock. All shares included in the initial public offering are being sold by the Company. The initial public offering price is expected to be between \$13.50 and \$15.50 per share. The shares of common stock are expected to be listed on The New York Stock Exchange under the ticker symbol “ARX.” The underwriters have the option to purchase from the Company up to an additional 2,587,500 shares of common stock.

Goldman, Sachs & Co., Credit Suisse Securities (USA) LLC, J.P. Morgan Securities Inc. and Morgan Stanley & Co. Incorporated are serving as bookrunners for the offering, and Barclays Capital Inc., Stifel, Nicolaus & Company, Incorporated, UBS Securities LLC, Moelis & Company LLC, Needham & Company, LLC and Oppenheimer & Co. Inc. are serving as co-managers of the offering. The offering of these securities will be made by means of a prospectus. Copies of the preliminary prospectus relating to the offering may be obtained by contacting the prospectus departments of:

- Goldman, Sachs & Co. at 200 West Street, New York, NY 10282, Attention: Prospectus Department, phone: 866-471-2526 or email: prospectus-ny@ny.email.gs.com;
- Credit Suisse Securities (USA) LLC at Prospectus Department, One Madison Avenue, 1B, New York, NY 10010, Phone: (800) 221-1037;
- J.P. Morgan Securities Inc. at c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York 11717, or by calling toll-free at 1-866-803-9204; or
- Morgan Stanley & Co. Incorporated at via telephone: (866) 718-1649; email: prospectus@morganstanley.com; or standard mail at Morgan Stanley & Co. Incorporated, 180 Varick Street, New York, NY 10014, Attn: Prospectus Department.
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A registration statement relating to these securities has been filed with the Securities and Exchange Commission but has not yet become effective. These securities may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective. This communication shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

About Aeroflex Holding Corp.

Aeroflex Holding Corp. is the holding company for Aeroflex Incorporated, a leading global provider of microelectronic components and test and measurement equipment used by companies in the space, avionics, defense, commercial wireless communications, medical and other markets.

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