

QINETIQ GROUP PLC – Results of Annual General Meeting held on 25 July 2018

The Annual General Meeting of QinetiQ Group plc was held at the offices of Ashurst LLP, Broadwalk House, 5 Appold Street, London EC2A 2AG on Wednesday, 25 July 2018 at 11.00 am. A poll was held on each of the resolutions and passed with the requisite majorities. The results of the poll are as follows:

		VOTES FOR	%	VOTES AGAINST	%	TOTAL VOTES VALIDLY CAST	% OF ISSUED SHARE CAPITAL VOTED	VOTES WITHHELD
1	To receive the Report and Accounts	458,920,556	99.99	33,427	0.01	458,953,983	80.81%	2,180,115
2	To approve the Directors' Remuneration Report	407,739,447	89.25	49,109,681	10.75	456,849,128	80.44%	4,284,969
3	To declare a final dividend	461,117,398	100.00	8,365	0.00	461,125,763	81.19%	8,335
4	To re-elect Lynn Brubaker	460,359,430	99.84	739,026	0.16	461,098,456	81.18%	35,494
5	To re-elect James Burnell-Nugent	459,581,199	99.67	1,517,256	0.33	461,098,455	81.18%	35,643
6	To re-elect Mark Elliott	436,147,007	96.18	17,326,436	3.82	453,473,443	79.84%	7,660,654
7	To re-elect Michael Harper	447,385,059	97.93	9,459,728	2.07	456,844,787	80.44%	4,289,310
8	To re-elect Ian Mason	459,594,115	99.67	1,500,282	0.33	461,094,397	81.18%	39,701
9	To re-elect Paul Murray	459,591,869	99.67	1,502,528	0.33	461,094,397	81.18%	39,701
10	To re-elect Susan Searle	374,255,364	81.92	82,589,423	18.08	456,844,787	80.44%	4,289,310
11	To re-elect David Smith	458,425,635	99.42	2,669,762	0.58	461,095,397	81.18%	38,701
12	To re-elect Steve Wadey	453,479,527	98.35	7,622,640	1.65	461,102,167	81.19%	31,931
13	To re-appoint PricewaterhouseCoopers LLP as auditor	460,972,312	99.97	143,138	0.03	461,115,450	81.19%	18,648
14	To authorise the Audit Committee to determine the auditor's remuneration	460,943,947	99.97	143,704	0.03	461,087,651	81.18%	46,299
15	To authorise the Company and its subsidiaries to make political donations	427,434,396	92.70	33,659,301	7.30	461,093,697	81.18%	36,767
16	To authorise the Directors to allot shares	423,872,297	91.93	37,221,905	8.07	461,094,202	81.18%	39,896
17	To disapply pre-emption rights (standard)*	432,086,948	93.72	28,973,282	6.28	461,060,230	81.18%	69,661
18	To disapply pre-emption rights (acquisitions)*	410,844,565	89.11	50,213,450	10.89	461,058,015	81.18%	71,875
19	To purchase own shares*	451,878,540	98.30	7,834,655	1.70	459,713,195	80.94%	1,420,902
20	To call general meetings on not less than 14 clear days' notice*	432,805,257	93.86	28,302,921	6.14	461,108,178	81.19%	25,920

*Special Resolution

Notes:

1. The percentages above are rounded to two decimal places.
2. Votes "for" include discretionary votes.
3. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes "for" and "against" a resolution.
4. The number of ordinary shares in issue at 11.00 am on 23 July 2018 was 571,757,121 of which 3,794,743 are held in treasury. Therefore the number of ordinary shares with voting rights at 11:00am on 25 July 2018 was 567,962,378.

In accordance with Listing Rule 9.6.2R, a copy of the resolutions, other than those concerning ordinary business, passed by the Company at the AGM held on 25 July 2018, has been submitted to the National Storage Mechanism and will shortly be available for inspection at www.morningstar.co.uk/uk/NSM.