

QINETIQ GROUP PLC – Results of Annual General Meeting held on 20 July 2016

The Annual General Meeting of QinetiQ Group plc was held at the offices of Ashurst LLP, Broadwalk House, 5 Appold Street, London EC2A 2HA on Wednesday, 20 July 2016 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	416,590,680	99.99	33,971	0.01	416,624,651	71.56%	1,781,755
2	To approve the Directors' Remuneration Report	404,652,873	96.72	13,714,402	3.28	418,367,275	71.86%	39,131
3	To declare a final dividend	418,383,337	100.00	19,444	0.00	418,402,781	71.86%	3,625
4	To elect Lynn Brubaker	418,275,456	99.97	111,306	0.03	418,386,762	71.86%	19,644
5	To re-elect James Burnell-Nugent	418,269,742	99.98	103,201	0.02	418,372,943	71.86%	33,463
6	To re-elect Mark Elliott	417,439,131	99.77	949,457	0.23	418,388,588	71.86%	17,818
7	To re-elect Michael Harper	417,794,111	99.86	575,083	0.14	418,369,194	71.86%	37,212
8	To re-elect Ian Mason	418,293,051	99.98	91,915	0.02	418,384,966	71.86%	21,440
9	To re-elect David Mellors	418,195,831	99.95	196,188	0.05	418,392,019	71.86%	14,387
10	To re-elect Paul Murray	418,273,245	99.98	103,477	0.02	418,376,722	71.86%	29,684
11	To re-elect Susan Searle	413,051,841	98.73	5,321,096	1.27	418,372,937	71.86%	33,469
12	To re-elect Steve Wadey	400,571,012	95.74	17,822,703	4.26	418,393,715	71.86%	12,691
13	To re-appoint KPMG LLP as auditor	405,559,599	96.93	12,838,130	3.07	418,397,729	71.86%	8,677
14	To authorise the Audit Committee to determine the auditor's remuneration	415,303,831	99.26	3,085,559	0.74	418,389,390	71.86%	17,016
15	To authorise the Company and its subsidiaries to make political donations	415,522,983	99.32	2,847,283	0.68	418,370,266	71.86%	36,140
16	To authorise the Directors to allot shares	408,592,854	98.08	7,982,761	1.92	416,575,615	71.55%	1,830,791
17	To disapply pre-emption rights (standard)*	418,086,788	99.93	280,116	0.07	418,366,904	71.86%	39,502
18	To disapply pre-emption rights (acquisitions)*	397,294,195	94.96	21,073,985	5.04	418,368,180	71.86%	38,226
19	To purchase own shares*	407,753,373	97.46	10,631,291	2.54	418,384,664	71.86%	21,742
20	To call general meetings on not less than 14 clear days' notice*	369,845,425	88.40	48,542,540	11.60	418,387,965	71.86%	18,441

*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 18 July 2016 was 582,216,112.

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 20 July 2016, has been submitted to the National Storage Mechanism and will shortly be available for inspection at www.morningstar.co.uk/uk/NSM.