

QINETIQ GROUP PLC – Results of Annual General Meeting held on 22 July 2015

The Annual General Meeting of QinetiQ Group plc was held at Pennyhill Park Hotel, London Road, Bagshot, Surrey GU19 5EU on Wednesday, 22 July 2015 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	456,674,621	100	19,285	0.00	456,693,906	76.54	990,089
2	To approve the Directors' Remuneration Report	445,373,206	99.45	2,470,126	0.55	447,843,332	75.06	9,840,663
3	To declare a final dividend	457,638,310	100	2,644	0.00	457,640,954	76.70	55,494
4	To re-elect James Burnell-Nugent	456,801,196	99.83	788,237	0.17	457,589,433	76.69	91,562
5	To re-elect Mark Elliott	456,409,964	99.74	1,189,056	0.26	457,599,020	76.69	81,975
6	To re-elect Michael Harper	456,793,871	99.83	796,934	0.17	457,590,805	76.69	82,019
7	To re-elect Ian Mason	456,797,829	99.83	792,476	0.17	457,590,305	76.69	82,519
8	To re-elect David Mellors	455,113,627	99.45	2,503,457	0.55	457,617,084	76.70	78,764
9	To re-elect Paul Murray	456,786,414	99.82	803,991	0.18	457,590,405	76.69	82,419
10	To re-elect Susan Searle	445,495,978	98.95	4,717,980	1.05	450,213,958	75.45	7,458,866
11	To elect Steve Wadey	452,446,851	98.87	5,160,871	1.13	457,607,722	76.69	73,273
12	To re-appoint KPMG LLP as auditor	447,281,101	97.77	10,200,811	2.23	457,481,912	76.67	196,024
13	To authorise the Audit Committee of the Board to determine the remuneration of the auditor	456,454,990	99.77	1,048,932	0.23	457,503,922	76.68	180,073
14	To authorise the Company and its subsidiaries to make political donations	383,012,573	83.70	74,587,976	16.30	457,600,549	76.69	95,899
15	To authorise the Directors to allot shares	451,840,633	99.01	4,500,785	0.99	456,341,418	76.48	1,342,577
16	To disapply pre-emption rights*	435,404,139	95.15	22,175,387	4.85	457,579,526	76.69	96,298
17	To disapply pre-emption rights*	457,341,050	99.94	281,977	0.06	457,623,027	76.70	73,421
18	To call general meetings on not less than 14 clear days' notice*	420,423,469	91.87	37,199,703	8.13	457,623,172	76.70	60,283

*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 20 July 2015 was 596,667,577.

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 22 July 2015, has been submitted to the National Storage Mechanism and will shortly be available for inspection at www.morningstar.co.uk/uk/NSM.