

## QINETIQ GROUP PLC – Results of Annual General Meeting held on 22 July 2014

The Annual General Meeting of QinetiQ Group plc was held at Pennyhill Park Hotel, London Road, Bagshot, Surrey GU19 5EU on Tuesday, 22 July 2014 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	503,291,979	99.99	28,741	0.01	503,320,720	77.29	899,685
2	To approve the Directors' Remuneration Policy	422,740,088	84.66	76,602,719	15.34	499,342,807	76.68	4,877,598
3	To approve the Directors' Remuneration Report	498,994,031	99.42	2,927,802	0.58	501,921,833	77.08	2,298,572
4	To declare a final dividend	503,818,156	99.92	394,044	0.08	504,212,200	77.43	8,205
5	To re-elect Admiral Sir James Burnell-Nugent	503,053,674	99.78	1,123,043	0.22	504,176,717	77.42	43,688
6	To re-elect Mark Elliott	503,083,364	99.78	1,084,936	0.22	504,168,300	77.42	52,105
7	To re-elect Michael Harper	503,042,491	99.78	1,121,999	0.22	504,164,490	77.42	55,915
8	To elect Ian Mason	503,123,274	99.79	1,039,361	0.21	504,162,635	77.42	57,770
9	To re-elect David Mellors	501,462,100	99.46	2,708,471	0.54	504,170,571	77.42	49,834
10	To re-elect Paul Murray	502,335,528	99.63	1,841,826	0.37	504,177,354	77.42	43,051
11	To re-elect Leo Quinn	491,815,630	97.55	12,363,538	2.45	504,179,168	77.42	41,237
12	To elect Susan Searle	503,115,462	99.79	1,061,158	0.21	504,176,620	77.42	43,785
13	To re-appoint KPMG LLP as auditor	458,360,385	91.31	43,596,284	8.69	501,956,669	77.08	2,263,736
14	To authorise the Audit Committee of the Board to determine the remuneration of the auditor	493,477,735	98.31	8,479,351	1.69	501,957,086	77.08	2,267,605
15	To authorise the Company and its subsidiaries to make political donations	493,767,397	97.96	10,278,406	2.04	504,045,803	77.40	178,888
16	To approve the rules of the QinetiQ Group plc 2014 Bonus Banking Plan	423,656,393	84.39	78,349,428	15.61	502,005,821	77.09	2,214,584
17	To authorise the Directors to allot shares	499,443,954	99.13	4,370,673	0.87	503,814,627	77.37	405,778
18	To disapply pre-emption rights*	503,741,652	99.92	390,441	0.08	504,132,093	77.42	85,661
19	To call general meetings on not less than 14 clear days' notice*	472,092,517	93.64	32,070,302	6.36	504,162,819	77.42	46,384

\*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 2014 was 651,192,373.

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 2014, has been submitted to the National Storage Mechanism and will shortly be available for inspection at [www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM).