

If you have sold or otherwise transferred all your shares in the Company, please send this letter, and any accompanying documents, to the purchaser or transferee or the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.

12 June 2019

Dear Shareholder

The 2019 Annual General Meeting (AGM) of QinetiQ Group plc (the Company) will be held at the offices of Ashurst LLP, London Fruit and Wool Exchange, 1 Duval Square, London E1 6PW on Wednesday 24 July at 11.00am.

Depending on your personal election on how to receive Company notifications, the notice of AGM and the Report and Accounts for the year ended 31 March 2019, are either enclosed with this letter (if you elected for a paper copy) or can be viewed and downloaded from the 'Shareholder Services' section of the 'Investors' pages on **www.QinetiQ.com**.

If you have become a shareholder since 1 June 2018, and have yet to make an election on how to receive Company notifications, please turn to the enclosed election form, where full details of the options available to you, together with the action you need to take, are explained.

My fellow Directors and I look forward to meeting as many shareholders as possible at the AGM. Your vote is important to us. Whether you are able to attend the AGM or not, you can register your vote as follows:

- Electronically, at **www.sharevote.co.uk**. If you have a Shareview portfolio, you can cast your vote at **www.shareview.co.uk**.
- By post, by completing the enclosed Form of Proxy and returning it to Equiniti, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA by 11.00am on Monday, 22 July 2019.
- If you hold your shares in CREST, please follow the instructions to appoint a proxy in note 5 of the notice of AGM.

Appointing a proxy will not prevent you from attending and voting in person at the AGM, if you wish to do so.

The results of the voting will be announced to the UK Listing Authority and will be published on our website **www.QinetiQ.com** as soon as practicable after the AGM.

Your Board considers that each of the resolutions detailed in the notice of AGM will promote the success of the Company and is in the best interests of the Company and its shareholders as a whole. The Directors intend to vote in favour of all resolutions in respect of their own beneficial shareholdings of ordinary shares in the Company and unanimously recommend that you do the same.

I would like to remind shareholders that, as announced on 21 March 2019, I will be stepping down as Chairman following the conclusion of this year's AGM. I would like to thank the current and past Board members for their partnership during my tenure as Chairman and take this opportunity to welcome our next Chairman, Neil Johnson. I would also like to thank you, our shareholders, for your support over the period I have served as Chairman.

Thank you for your continued support of the Company.

Yours sincerely



Mark Elliott
Chairman