

## RESULTS OF ANNUAL GENERAL MEETING

Babcock International Group PLC confirms that all resolutions proposed at the Annual General Meeting held on 13 July 2017 were duly passed by shareholders. Each resolution was put to a poll.

In accordance with Listing Rule 9.6.2, a copy of all resolutions passed, other than ordinary business, will be submitted to the UK Listing Authority via the National Storage Mechanism, which can be accessed at [www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM).

### The AGM Voting Results are as follows:

Resolution (No. as noted on proxy form)	Total Votes For	%	Total Votes Against	%	Total Votes Cast	Votes Withheld
1. Approval of Report and Accounts	386,500,633	100.00	14,056	0.01	386,514,689	169,929
2. Approval of Annual Statement and Annual Report on Remuneration	379,124,151	99.53	1,796,792	0.47	380,920,943	5,763,575
3. Approval of Remuneration Policy	368,814,605	96.46	13,528,165	3.54	382,342,770	4,341,748
4. Declaration of final Dividend	386,650,816	100.00	3,533	0.01	386,654,349	27,269
5. Re-appointment of Mike Turner	379,181,844	98.85	4,428,066	1.15	383,609,910	3,074,608
6. Re-appointment of Bill Tame	385,780,508	99.84	601,529	0.16	386,382,037	302,481
7. Re-appointment of Archie Bethel	385,776,078	99.84	605,330	0.16	386,381,408	303,110
8. Re-appointment of John Davies	385,776,311	99.84	603,943	0.16	386,380,254	304,264
9. Re-appointment of Franco Martinelli	385,721,122	99.83	658,397	0.17	386,379,519	304,999
10. Re-appointment of Sir David Omand	385,817,171	99.85	563,700	0.15	386,380,871	303,647
11. Re-appointment of Ian Duncan	385,826,832	99.86	548,308	0.14	386,375,140	309,378
12. Re-appointment of Anna Stewart	385,783,888	99.85	597,909	0.15	386,381,797	302,721
13. Re-appointment of Jeff Randall	385,503,608	99.77	877,966	0.23	386,381,574	302,944
14. Re-appointment of Myles Lee	385,933,873	99.88	447,233	0.12	386,381,106	303,412
15. Re- appointment of Prof. Victoire de Margerie	385,717,622	99.83	658,907	0.17	386,376,529	307,989
16. Re-appointment of Auditors	380,356,019	98.41	6,141,720	1.59	386,497,739	186,779

17.	Authority of Audit Committee to set Auditors Remuneration	386,524,830	99.97	125,099	0.03	386,649,929	34,589
18.	Authority for Directors to make political donations as defined by the Companies Act 2006	369,069,180	95.77	16,318,743	4.23	385,387,923	1,296,595
19.	Authority to allot shares pursuant to s.551 of the Act	332,418,273	86.18	53,295,076	13.82	385,713,349	971,169
20.	Authority to disapply pre-emption rights pursuant to s.570 and s.573 of the Act	367,857,057	95.53	17,195,995	4.47	385,053,052	1,631,466
21.	Renew authority to make market purchases of own shares	378,531,308	97.91	8,085,518	2.09	386,616,826	67,692
22.	Reduce notice of general meeting other than an AGM	370,550,049	96.05	15,253,747	3.95	385,803,796	880,721

Further information:

	<b>Babcock's 2017 AGM</b>	<b>Babcock's 2016 AGM</b>
Issued share capital	505,596,597	505,596,597
Total votes cast and votes withheld as a % of issued share capital	76.48	78.17

Jack Borrett  
Company Secretary  
13 July 2017