

RESULTS OF ANNUAL GENERAL MEETING

Babcock International Group PLC confirms that all resolutions proposed at the Annual General Meeting held on 30 July 2015 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.

The AGM Voting Results are as follows:

Number of Shareholders at meeting: 29

Number of votes per share: 1

	Resolution (No. as noted on proxy form)	Total Votes For	%	Total Votes Against	%	Total Votes Cast	Votes Withheld
1	Approval of Report and Accounts	393,651,291	99.99%	8,713	0.01%	393,660,004	423,354
2	Approval of Remuneration report	372,308,190	97.27%	10,431,204	2.73%	382,739,394	11,342,943
3	Declaration of final Dividend	393,676,659	99.99%	2,730	0.01%	393,679,389	403,969
4	Re-election of Mike Turner	388,500,104	98.74%	4,940,893	1.26%	393,440,997	642,241
5	Re-election of Peter Rogers	390,101,019	99.10%	3,550,490	0.90%	393,651,509	431,729
6	Re-election of Bill Tame	383,548,840	97.43%	10,098,650	2.57%	393,647,490	435,748
7	Re-election of Kevin Thomas	383,541,926	97.44%	10,095,988	2.56%	393,637,914	445,324
8	Re-election of Archie Bethel	383,553,741	97.44%	10,090,600	2.56%	393,644,341	438,897
9	Re-election of John Davies	383,557,693	97.44%	10,089,908	2.56%	393,647,601	435,637
10	Re-election of Sir David Omand	393,001,126	99.84%	648,426	0.16%	393,649,552	433,686
11	Re-election of Ian Duncan	392,787,927	99.78%	859,574	0.22%	393,647,501	435,737
12	Re-election of Kate Swann	383,846,568	98.12%	7,342,050	1.88%	391,188,618	2,894,620
13	Re-election of Anna Stewart	390,422,628	99.81%	759,597	0.19%	391,182,225	2,901,013
14	Re-election of Jeff Randall	393,255,580	99.90%	386,332	0.10%	393,641,912	441,326
15	Election of Franco Martinelli	389,899,829	99.05%	3,733,515	0.95%	393,633,344	449,894

16	Election of Myles Lee	393,558,413	99.98%	59,562	0.02%	393,617,975	465,263
17	Re-appointment of Auditors	389,702,151	99.03%	3,798,409	0.97%	393,500,560	580,963
18	Authority of directors to set Auditors Remuneration	392,654,848	99.74%	1,004,261	0.26%	393,659,109	422,414
19	Authority for Directors to make political donations as defined by the Companies Act 2006	389,994,880	99.31%	2,710,216	0.69%	392,705,096	1,378,142
20	Adoption of Employee Share Plan - International	392,999,595	99.83%	650,310	0.17%	393,649,905	433,333
21	Authority to allot shares pursuant to s.551 of the Act	332,306,416	85.23%	57,564,521	14.77%	389,870,937	4,212,301
22	Authority to disapply pre-emption rights pursuant to s.570 and s.573 of the Act	320,172,098	81.93%	70,605,309	18.07%	390,777,407	3,305,831
23	Renew authority to make market purchases of own shares	392,302,945	99.66%	1,358,046	0.34%	393,660,991	422,367
24	Reduce notice of general meeting other than an AGM	380,220,777	96.62%	13,300,242	3.38%	393,521,019	562,339

Further information:

	Babcock's 2015 AGM	Babcock's 2014 AGM
Issued share capital	504,196,597	502,196,597
Total votes cast and votes withheld as a % of issued share capital	78.16	72.59%

Albert Dungate
Company Secretary
30 July 2015