

Results of Annual General Meeting 2014

The Annual General Meeting of Serco Group plc was held on 8 May 2014. In line with recommended practice, a poll was conducted on each resolution at the meeting. The results of the poll are set out below.

	For ¹		Against		Withheld ²
	Votes	% of votes cast	Votes	% of votes cast	Votes
Resolution A: To approve the amendment to Resolution 19 to correct the cross-references in it	370,824,910	100.00	1	0.00	5
Resolution 1: Annual Report and Accounts	370,678,515	100.00	3,039	0.00	143,362
Resolution 2: Remuneration Report	367,080,126	99.61	1,442,674	0.39	2,302,116
Resolution 3: Directors' Remuneration Policy	358,418,242	98.08	7,033,412	1.92	5,373,262
Resolution 3: Declare a Final Dividend	370,753,272	100.00	7,702	0.00	63,939
Resolution 5: Edward J Casey	355,169,533	95.81	15,513,970	4.19	78,493
Resolution 6: Rupert Soames	369,472,634	99.67	1,210,444	0.33	78,918
Resolution 7: Michael Clasper	370,639,975	99.99	32,860	0.01	88,361
Resolution 8: Rachel Lomax	370,640,730	99.99	43,197	0.01	78,069
Resolution 9: Tamara Ingram	370,637,226	99.99	46,469	0.01	78,301
Resolution 10: Alastair Lyons	366,236,548	98.80	4,457,830	1.20	67,618
Resolution 11: Andrew Jenner	367,186,421	99.06	3,493,480	0.94	62,095
Resolution 12: Malcolm Wyman	369,652,036	99.72	1,026,616	0.28	63,344
Resolution 13: Ralph D Crosby	369,640,311	99.72	1,033,657	0.28	68,028
Resolution 14: Angie Risley	369,638,690	99.72	1,029,480	0.28	62,772
Resolution 15: Re-Appointment of Auditors	367,569,141	99.82	655,757	0.18	2,517,098
Resolution 16: Remuneration of Auditors	370,170,076	99.86	500,807	0.14	71,113
Resolution 17: Purchase own Shares	370,571,379	99.98	85,121	0.02	85,496
Resolution 18: Allot Relevant Securities	350,587,287	94.59	20,061,602	5.41	93,107
Resolution 19: Disapply of Pre-emption Rights	364,218,779	98.27	6,412,973	1.73	110,244
Resolution 20: Political Donations	366,965,067	99.00	3,701,030	1.00	75,899
Resolution 21: Notice of Meetings	342,455,226	92.39	28,220,343	7.61	66,427

Notes:

1. Includes those votes giving the Chairman discretion.
2. A "Vote Withheld" is not a vote in law and is not counted in the calculation of the proportion of votes "For" or "Against" a Resolution.
3. Special Resolution.
4. At the meeting date there were 549,262,103 ordinary shares in issue.