

### Results of Annual General Meeting 2016

The Annual General Meeting of Serco Group plc was held on Thursday 12<sup>th</sup> May 2016. In line with recommended practice, a poll was conducted on each resolution at the meeting. The results of the poll are set out below.

	Votes For <sup>1</sup>	% of votes cast <sup>2</sup>	Votes against	% of votes cast <sup>2</sup>	Total votes validly cast	Votes withheld <sup>3</sup>
Resolution 1: Annual Report and Accounts	842,805,414	100.00	21,661	0.00	842,827,075	70,568
Resolution 2: Annual Report on Remuneration	814,337,337	96.68	27,947,300	3.32	842,284,637	610,006
Resolution 3: Edward J Casey Jr.	840,885,612	99.76	1,983,479	0.24	842,869,091	28,552
Resolution 4: Michael Clasper	838,658,802	99.50	4,200,066	0.50	842,858,868	38,775
Resolution 5: Angus Cockburn	840,872,800	99.76	1,993,053	0.24	842,865,853	31,790
Resolution 6: Ralph D Crosby Jr	841,023,199	99.78	1,835,984	0.22	842,859,183	38,460
Resolution 7: Roy Gardner	841,277,079	99.81	1,583,866	0.19	842,860,945	36,698
Resolution 8: Tamara Ingram	841,020,691	99.78	1,844,764	0.22	842,865,455	29,188
Resolution 9: Rachel Lomax	838,632,895	99.50	4,220,978	0.50	842,853,873	43,770
Resolution 10: Angie Risley	841,014,424	99.78	1,828,763	0.22	842,843,187	51,456
Resolution 11: Rupert Soames	784,816,777	93.11	58,051,555	6.89	842,868,332	29,311
Resolution 12: Malcolm Wyman	829,930,931	98.47	12,937,737	1.53	842,868,668	28,975
Resolution 13: Re-appointment of auditors	787,938,179	93.48	54,924,452	6.52	842,862,631	35,012
Resolution 14: Remuneration of auditors	800,009,553	94.91	42,865,994	5.09	842,875,547	19,096
Resolution 15: Purchase of own shares	839,388,621	99.59	3,483,786	0.41	842,872,407	25,236
Resolution 16: Directors Authority to Allot Shares	831,434,197	98.65	11,417,172	1.35	842,851,369	43,274
Resolution 17: Disapplication of pre-emption rights	820,399,483	97.34	22,442,530	2.66	842,842,013	50,834
Resolution 18: Political donations	746,957,700	88.81	94,104,074	11.19	841,061,774	1,832,869
Resolution 19: Notice of Meetings	808,980,132	95.98	33,888,165	4.02	842,868,297	25,076

**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. At the meeting date there were 1,098,564,237 ordinary shares in issue.