

PLEASE COMPLETE IN
TYPESCRIPT OR IN
BOLD BLACK CAPITALS

88(2)

Return of Allotment of Shares

CHFP083

Company Number

04586941

Company name in full

QinetiQ Group Plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box.)

| From | | | To | | |
|------|-------|------|-----|-------|------|
| Day | Month | Year | Day | Month | Year |
| 25 | 01 | 2007 | | | |

| Day | Month | Year |
|-----|-------|------|
| | | |

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

| | | |
|----------|--|--|
| ORDINARY | | |
| 74888 | | |
| 1p | | |
| 0.0235p | | |

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

| | | |
|--|--|--|
| | | |
|--|--|--|

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing.)

| |
|--|
| |
| |
| |

When you have completed and signed the form send it to
the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX235
Edinburgh

FRIDAY




A34 02/02/2007 747
COMPANIES HOUSE

Names and addresses of the allottees (List joint share allotments consecutively)

| Shareholder details | Shares and share class allotted | |
|--|---|---|
| Name Lloyds TSB Registrars Corporate Nominee Limited <hr/> Address The Causeway, Worthing, West Sussex, <hr/> Account designation: PPP Crest ID: 19XJM <hr/> <div style="text-align: center;">UK Postcode B N 9 9 6 D A</div> | Class of shares allotted Ordinary | Number allotted 5,106 |
| Name Lloyds TSB Registrars Corporate Nominee Limited Part ID: 40XNJ <hr/> Address The Causeway, Worthing, West Sussex <hr/> <hr/> <div style="text-align: center;">UK Postcode B N 9 9 6 D A</div> | Class of shares allotted Ordinary | Number allotted 42,550 |
| Name Lloyds TSB Registrars Corporate Nominee Limited Part ID: OMKAV <hr/> Address The Causeway, Worthing, West Sussex <hr/> <hr/> <div style="text-align: center;">UK Postcode B N 9 9 6 D A</div> | Class of shares allotted Ordinary | Number allotted 17,020 |
| Name See attached list <hr/> Address <hr/> <hr/> <div style="text-align: center;">UK Postcode L L L L L L</div> | Class of shares allotted Ordinary | Number allotted 10,212 |
| Name <hr/> Address <hr/> <hr/> <div style="text-align: center;">UK Postcode L L L L L L</div> | Class of shares allotted Total | Number allotted 74,888 |

Please enter the number of continuation sheet(s) (if any) attached to this form :

Signed



Date

30/1/07

A director / secretary / administrator / administrative receiver / receiver-manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Lloyds TSB Registrars, The Causeway, Worthing, West Sussex,
BN99 6DA

ESP/EXEC/CS/330/OPD/1166

Tel 01903 833345

DX number

DX exchange

| Prefix | First Names | Surname | Address 1 | Address 2 | Address 3 | Address 4 | Address 5 | Post Code | Shares Sold |
|--------|------------------|-----------|-----------------------|-------------------|-------------------|----------------|-----------|-----------|-------------|
| MR | DONALD JOHN | MACMILLAN | 17 TINDILL RD | BALIVANICH | ISLE OF BENBECULA | WESTERN ISLES | HS7 5LF | 1702 | 1702 |
| MRS | DAWN ROSE | MACMILLAN | 17 TINDIL ROAD | BALIVANICH | ISLE OF BENBECULA | HS75LF | | 1702 | 1702 |
| MISS | BELLA | MACKINNON | 7 CHURCHILL | GRIMINISH | ISLE OF BENBECULA | OUTER HEBRIDES | | 1702 | 1702 |
| MR | IAIN | MACDONALD | 2/3 STRUMORE | LOCHMADDY | NORTH UIST | | | 1702 | 1702 |
| MR | WILLIAM ROBERT | MCMEIKAN | 1 ST STEPHENS TERRACE | STONEKYRK | STRANRAER | WIGTOWNSHIRE | DG9 9DR | 1702 | 1702 |
| MR | CHRISTOPHER JOHN | CLEMENT | LINTRATHEN | LESWALT HIGH ROAD | STRANRAER | WIGTOWNSHIRE | DG90NW | 1702 | 10212 |