

NCC GROUP PLC

RESULTS OF THE 2016 ANNUAL GENERAL MEETING

At the Annual General Meeting of NCC Group plc (the "Company") held at Manchester Technology Centre, Oxford Road, Manchester, M1 7EF on 22 September 2016, shareholders duly passed all of the resolutions proposed. Each of the resolutions put to the AGM were voted on by way of a poll.

Resolutions 1 to 11 and resolution 16 were passed as ordinary resolutions and resolutions 13 to 15 were passed as special resolutions. The results of the poll incorporating proxy votes lodged in advance of the meeting are set out below.

		Votes for	%	Votes against	%	Total votes cast	% of ISC voted	Votes withheld
1.	To receive the report and accounts	212,807,417	99.14	1,842,830	0.86	214,650,247	77.77	12,373
2.	To approve the directors' remuneration report (other than the directors' remuneration policy)	212,330,807	98.92	2,312,857	1.08	214,643,664	77.76	18,955
3.	To declare a final dividend of 3.15p per share	212,869,790	99.16	1,792,830	0.84	214,662,620	77.77	0
4.	To re-appoint the auditors	214,662,235	100.00	0	0.00	214,662,235	77.77	385
5.	To authorise the Audit Committee to determine the auditor's remuneration	214,662,235	100.00	0	0.00	214,662,235	77.77	385
6.	To re-elect Rob Cotton as a Director	213,897,646	99.64	764,589	0.36	214,662,235	77.77	385
7.	To re-elect Paul Mitchell as a Director	206,311,727	98.99	2,094,840	1.01	208,406,567	75.51	6,256,052
8.	To re-elect Debbie Hewitt as a Director	204,777,479	99.34	1,355,128	0.66	206,132,607	74.68	8,530,013
9.	To re-elect Thomas Chambers a Director	214,607,951	99.99	25,410	0.01	214,633,361	77.76	29,259
10.	To elect Chris Batterham as a Director	202,718,418	96.97	6,329,999	3.03	209,048,417	75.74	5,614,203
11.	To authorise the Directors to allot shares	196,451,231	91.52	18,211,004	8.48	214,662,235	77.77	385
12.	To authorise the Directors to disapply pre-emption rights up to 5% of the issue share capital	209,195,089	97.45	5,467,146	2.55	214,662,235	77.77	385
13.	To authorise the Directors to disapply pre-emption rights for an additional 5% in relation to an	187,846,573	87.51	26,800,482	12.49	214,647,055	77.77	15,565

	acquisition or capital investment							
14.	To authorise the purchase of own shares pursuant to s.701 of the Companies Act 2006	211,548,597	98.55	3,114,023	1.45	214,662,620	77.77	0
15.	To reduce the notice period required for General Meetings	209,001,515	97.36	5,661,104	2.64	214,662,619	77.77	0
16.	To approve the adoption of the NCC Group International Sharesave Plan	214,653,473	100.00	2,162	0.00	214,655,635	77.77	6,985

Notes:

1. Any proxy appointments which gave discretion to the chairman of the meeting have been included in the 'For' total.
2. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes "for" and "against" a resolution, nor in the calculation of "total votes cast" for any resolution.
3. The issued share capital of the Company as at the date of the AGM was 276,016,423 ordinary shares.
4. The full text of the resolutions can be found in the Notice of Annual General Meeting which is available for inspection at the National Storage Mechanism www.morningstar.co.uk/uk/nsm and on the Company's website.

In accordance with Listing Rule 9.6.2, copies of the resolutions passed as special business of the meeting will be uploaded to the National Storage Mechanism and will shortly be available for inspection at www.morningstar.co.uk/uk/nsm.

For enquiries please contact:

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