

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2017

BAE Systems plc announces that all resolutions were passed by the requisite majorities on a poll at the Company's Annual General Meeting held on 10 May 2017.

ORDINARY RESOLUTIONS	VOTES FOR	% VOTES FOR ¹	VOTES AGAINST	TOTAL VOTES VALIDLY CAST	% OF ISSUED SHARE CAPITAL VOTED ^{1,2,3}	VOTES WITHHELD ²
Resolution 1: Report and Accounts	2,404,972,451	100.00%	61,087	2,405,033,538	75.55%	5,265,884
Resolution 2: Remuneration Policy	2,286,232,998	95.09%	118,030,799	2,404,263,797	75.52%	6,035,623
Resolution 3: Directors' Remuneration Report	2,322,287,980	97.25%	65,571,040	2,387,859,020	75.01%	22,440,400
Resolution 4: Payment of final dividend	2,405,049,413	100.00%	53,549	2,405,102,962	75.55%	5,196,459
Resolution 5: Re-election of Sir Roger Carr	2,392,920,847	99.50%	11,989,493	2,404,910,340	75.54%	5,389,081
Resolution 6: Re-election of Elizabeth Corley	2,397,321,403	99.69%	7,534,215	2,404,855,618	75.54%	5,443,804
Resolution 7: Re-election of Jerry DeMuro	2,393,699,501	99.54%	11,175,221	2,404,874,722	75.54%	5,424,699
Resolution 8: Re-election of Harriet Green	2,378,500,474	99.58%	9,983,468	2,388,483,942	75.03%	21,815,479

ORDINARY RESOLUTIONS	VOTES FOR	% VOTES FOR ¹	VOTES AGAINST	TOTAL VOTES VALIDLY CAST	% OF ISSUED SHARE CAPITAL VOTED ^{1,2,3}	VOTES WITHHELD ²
Resolution 9: Re-election of Christopher Grigg	2,398,517,276	99.74%	6,339,103	2,404,856,379	75.54%	5,443,042
Resolution 10: Re-election of Ian King	2,393,567,340	99.53%	11,335,880	2,404,903,220	75.54%	5,396,201
Resolution 11: Re-election of Peter Lynas	2,361,510,630	98.87%	27,026,221	2,388,536,851	75.03%	21,762,569
Resolution 12: Re-election of Paula Rosput Reynolds	2,339,388,120	97.94%	49,107,253	2,388,495,373	75.03%	21,804,047
Resolution 13: Re-election of Nicholas Rose	2,391,302,419	99.44%	13,562,686	2,404,865,105	75.54%	5,434,316
Resolution 14: Re-election of Ian Tyler	2,368,655,459	98.49%	36,206,506	2,404,861,965	75.54%	5,437,456
Resolution 15: Election of Charles Woodburn	2,393,776,224	99.54%	11,085,623	2,404,861,847	75.54%	5,435,504
Resolution 16: Reappointment of Auditors	2,356,857,193	98.95%	24,939,521	2,381,796,714	74.82%	28,502,706
Resolution 17: Auditors' remuneration	2,402,277,093	99.89%	2,676,395	2,404,953,488	75.55%	5,345,933
Resolution 18: Political donations	2,360,775,586	98.62%	33,078,190	2,393,853,776	75.20%	16,445,645
Resolution 19: Authority to allot new shares	1,960,051,137	81.73%	438,133,624	2,398,184,761	75.33%	12,114,659

SPECIAL RESOLUTIONS	VOTES FOR	% VOTES FOR ¹	VOTES AGAINST	TOTAL VOTES VALIDLY CAST	% OF ISSUED SHARE CAPITAL VOTED ^{1,2,3}	VOTES WITHHELD ²
Resolution 20: Disapplication of pre-emption rights (5%)	2,350,642,098	97.75	54,084,234	2,404,726,332	75.54%	5,573,090
Resolution 21: Authority to purchase own shares	2,381,498,753	99.11	21,305,094	2,402,803,847	75.48%	7,495,573
Resolution 22: Notice of general meetings	2,261,787,814	94.46	132,660,449	2,394,448,263	75.22%	15,847,009

Notes:

1. The percentages above are rounded to two decimal places.
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.
3. The number of ordinary shares in issue on the share register at 6.30pm on 8 May 2017 was 3,467,440,044, of which the Total Voting Rights figure was 3,183,470,667.

Copies of resolutions 18 – 22, being resolutions other than resolutions concerning ordinary business passed by the Company at the above AGM, have been submitted to the National Storage Mechanism and will shortly be available for inspection at www.morningstar.co.uk/uk/nsm

10 May 2017