

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2016

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 4 May 2016.

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	2,446,172,216	99.94	1,507,469	2,447,679,685	77.15%	541,861
Resolution 2: Directors' Remuneration Report	2,321,944,825	94.89	125,150,986	2,447,095,811	77.13%	1,125,734
Resolution 3: Payment of final dividend	2,447,700,584	100.00	60,780	2,447,761,364	77.15%	460,182
Resolution 4: Re-election of Sir Roger Carr	2,439,804,339	99.74	6,386,840	2,446,191,179	77.10%	2,030,367
Resolution 5: Re-election of Jerry DeMuro	2,438,770,059	99.64	8,803,650	2,447,573,709	77.15%	647,837
Resolution 6: Re-election of Harriet Green	2,442,114,774	99.78	5,455,261	2,447,570,035	77.15%	651,511
Resolution 7: Re-election of Christopher Grigg	2,443,128,180	99.82	4,444,138	2,447,572,318	77.15%	649,228
Resolution 8: Re-election of Ian King	2,438,747,212	99.64	8,907,578	2,447,654,790	77.15%	566,756

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 Peter Lynas	2,432,016,210	99.36	15,599,902	2,447,616,112	77.15%	605,434
Resolution 10: Re-election of Paula Rospit Reynolds	2,434,396,422	99.46	13,164,717	2,447,561,139	77.15%	660,407
Resolution 11: Re-election of Nicholas Rose	2,441,783,027	99.76	5,805,975	2,447,589,002	77.15%	632,544
Resolution 12: Re-election of Ian Tyler	2,187,697,374	93.32	156,682,579	2,344,379,953	73.89%	103,841,592
Resolution 13: Election of Elizabeth Corley	2,427,588,379	99.67	8,093,039	2,435,681,418	76.77%	12,540,127
Resolution 14: Reappointment of Auditors	2,374,784,607	99.44	13,481,467	2,388,266,074	75.28%	59,955,471
Resolution 15: Auditors' remuneration	2,418,450,119	99.59	9,996,298	2,428,446,417	76.54%	19,775,129
Resolution 16: Political donations	2,406,918,555	98.90	26,660,628	2,433,579,183	76.70%	14,642,363
Resolution 17: Authority to allot new shares	2,085,957,815	85.44	355,603,142	2,441,560,957	76.96%	6,660,589

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 18: Disapplication of pre-emption rights	1,958,473,520	83.06	399,463,731	2,357,937,251	74.32%	90,284,294
Resolution 19: Authority to purchase own shares	2,425,904,005	99.11	21,720,771	2,447,624,776	77.15%	596,769
Resolution 20: Notice of general meetings	2,266,376,600	93.12	167,442,590	2,433,819,190	76.71%	14,402,356

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 6.00pm on 2 May 2016 was 3,467,440,044, of which the Total Voting Rights figure was 3,172,669,738.

Copies of resolutions 16 – 20, 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

4 May 2016