

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2019

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 9 May 2019.

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	2,415,813,460	99.14	20,996,802	2,436,810,262	76.10%	2,288,633
Resolution 2: Directors' Remuneration Report	2,346,572,322	98.37	38,914,627	2,385,486,949	74.49%	53,611,945
Resolution 3: Payment of final dividend	2,438,122,389	99.99	208,035	2,438,330,424	76.14%	768,471
Resolution 4: Re-election of Revathi Advaiti	2,427,970,589	99.60	9,764,089	2,437,734,678	76.13%	1,364,216
Resolution 5: Re-election of Sir Roger Carr	2,406,901,465	98.73	31,050,073	2,437,951,538	76.13%	1,147,357
Resolution 6: Re-election of Elizabeth Corley	2,408,229,844	99.63	8,854,388	2,417,084,232	75.48%	22,014,663
Resolution 7: Re-election of Jerry DeMuro	2,427,600,778	99.58	10,237,558	2,437,838,336	76.13%	1,260,559
Resolution 8: Re-election of Harriet Green	2,371,200,305	97.27	66,530,603	2,437,730,908	76.13%	1,367,987

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	2,408,064,874	99.63	8,985,499	2,417,050,373	75.48%	22,048,522
Resolution 10: Re-election of Peter Lynas	2,415,242,114	99.07	22,628,501	2,437,870,615	76.13%	1,228,280
Resolution 11: Re-election of Paula Rospit Reynolds	2,426,126,583	99.52	11,589,055	2,437,715,638	76.13%	1,383,257
Resolution 12: Re-election of Nicholas Rose	2,369,183,643	97.22	67,833,471	2,437,017,114	76.10%	2,081,781
Resolution 13: Re-election of Ian Tyler	2,397,212,538	98.34	40,482,814	2,437,695,352	76.12%	1,403,543
Resolution 14: Re-election of Charles Woodburn	2,408,036,993	98.77	29,877,566	2,437,914,559	76.13%	1,183,834
Resolution 15: Re-appointment of Auditors	2,435,654,402	99.91	2,268,266	2,437,922,668	76.13%	1,176,227
Resolution 16: Auditors' remuneration	2,435,428,749	99.90	2,460,068	2,437,888,817	76.13%	1,210,077
Resolution 17: Political donations	2,389,796,903	98.45	37,682,339	2,427,479,242	75.81%	11,619,652
Resolution 18: Authority to allot new shares	2,292,895,722	94.04	145,286,390	2,438,182,112	76.14%	910,430

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 19: Disapplication of pre-emption rights	2,313,052,455	94.89	124,679,989	2,437,732,444	76.13%	1,363,421
Resolution 20: Authority to purchase own shares	2,402,156,907	98.60	34,181,633	2,436,338,540	76.08%	2,760,353
Resolution 21: Amendments to Articles of Association	2,426,551,195	99.98	585,868	2,427,137,063	75.80%	11,961,831
Resolution 22: Notice of general meetings	2,244,454,984	92.46	183,007,185	2,427,462,169	75.81%	11,636,725

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 7 May 2019 was 3,467,440,044, of which the Total Voting Rights figure was 3,202,230,871.

Copies of resolutions 17 - 22, being resolutions other than resolutions concerning ordinary business passed by the Company at the above AGM, are being submitted to the National Storage Mechanism and will shortly be available for inspection at www.morningstar.co.uk/uk/nsm

9 May 2019