

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2023

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 2023.

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	2,205,168,280	99.94	1,262,275	2,206,430,555	72.20%	2,445,110
Resolution 2: Directors' Remuneration Policy	2,150,307,412	97.61	52,732,857	2,203,040,269	72.09%	5,851,354
Resolution 3: Directors' Remuneration Report	2,159,695,607	97.82	48,155,233	2,207,850,840	72.25%	1,023,290
Resolution 4: Final Dividend	2,208,295,753	100.00	75,507	2,208,371,260	72.27%	520,054
Resolution 5: Re-election of Nicholas Anderson	2,191,134,201	99.23	17,002,863	2,208,137,064	72.26%	714,251
Resolution 6: Re-election of Thomas Arseneault	2,205,337,814	99.87	2,796,816	2,208,134,630	72.26%	724,425
Resolution 7: Re-election of Crystal E Ashby	2,190,765,774	99.21	17,352,237	2,208,118,011	72.26%	740,508
Resolution 8: Re-election of Dame Elizabeth Corley	2,190,805,753	99.22	17,309,776	2,208,115,529	72.26%	743,527

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 Bradley Greve	2,200,577,429	99.66	7,551,436	2,208,128,865	72.26%	716,490
Resolution 10: Re-election of Jane Griffiths	2,160,177,413	99.22	16,981,303	2,177,158,716	71.25%	31,700,360
Resolution 11: Re-election of Christopher Grigg	2,151,683,023	97.44	56,451,284	2,208,134,307	72.26%	724,690
Resolution 12: Re-election of Ewan Kirk	2,190,823,038	99.22	17,295,242	2,208,118,280	72.26%	731,975
Resolution 13: Re-election of Stephen Pearce	2,189,928,111	99.18	18,206,354	2,208,134,465	72.26%	723,994
Resolution 14: Re-election of Nicole Piasecki	2,177,141,904	98.60	30,984,627	2,208,126,531	72.26%	730,117
Resolution 15: Re-election of Charles Woodburn	2,205,212,979	99.87	2,971,153	2,208,184,132	72.26%	686,448
Resolution 16: Election of Cressida Hogg	2,195,702,638	99.44	12,383,174	2,208,085,812	72.26%	767,579
Resolution 17: Election of Lord Sedwill	2,207,490,087	99.97	593,007	2,208,083,094	72.26%	769,766
Resolution 18: Re-appointment of Auditors	2,207,608,929	99.97	604,891	2,208,213,820	72.26%	638,372
Resolution 19:	2,207,710,675	99.98	376,550	2,208,087,225	72.26%	780,289

ORDINARY RESOLUTIONS	VOTES FOR	% VOTES FOR ¹	VOTES AGAINST	TOTAL VOTES VALIDLY CAST	% OF ISSUED SHARE CAPITAL VOTED ^{1,2,3}	VOTES WITHHELD ²
Auditors' remuneration						
Resolution 20: Political donations up to specified limits	2,169,462,083	99.64	7,729,592	2,177,191,675	71.25%	31,693,372
Resolution 21: BAE Systems Long-term Incentive Plan 2023	2,163,831,103	98.21	39,348,157	2,203,179,260	72.10%	5,707,810
Resolution 22: Authority to allot new shares	2,131,087,206	96.51	77,133,271	2,208,220,477	72.26%	632,122

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 23: Disapplication of pre-emption rights	2,115,050,763	96.18	84,003,625	2,199,054,388	71.96%	9,800,546
Resolution 24: Authority to purchase own shares	2,185,951,011	99.08	20,196,761	2,206,147,772	72.19%	2,720,052
Resolution 25: Notice of general meetings	2,117,432,105	95.89	90,862,360	2,208,294,465	72.26%	562,586

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 2 May 2023 was 3,263,096,540 of which the Total Voting Rights figure was 3,055,843,482.

Copies of resolutions 20 - 25, 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: <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>. Copies of these resolutions can be obtained from the Company Secretary, BAE Systems plc, 6 Carlton Gardens, London SW1Y 5AD.

4 May 2023