

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2020

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 7 May 2020.

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	2,480,978,537	99.98	450,844	2,481,429,381	77.18%	22,156,180
Resolution 2: Directors' Remuneration Policy	2,423,919,276	97.55	60,821,405	2,484,740,681	77.29%	18,848,820
Resolution 3: Directors' Remuneration Report	2,228,101,351	92.50	180,570,698	2,408,672,049	74.92%	94,920,178
Resolution 4: Re-election of Revathi Advaiti	2,495,598,310	99.72	6,989,797	2,502,588,107	77.84%	993,116
Resolution 5: Re-election of Sir Roger Carr	2,490,717,222	99.52	11,905,454	2,502,622,676	77.84%	965,747
Resolution 6: Re-election of Elizabeth Corley	2,497,906,090	99.81	4,702,955	2,502,609,045	77.84%	970,998
Resolution 7: Re-election of Christopher Grigg	2,494,718,862	99.69	7,855,926	2,502,574,788	77.84%	1,002,753

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 8: Re-election of Paula Rospot Reynolds	2,476,036,450	99.04	23,952,782	2,499,989,232	77.76%	3,589,991
Resolution 9: Re-election of Nicholas Rose	2,495,138,726	99.70	7,452,979	2,502,591,705	77.84%	985,003
Resolution 10: Re-election of Ian Tyler	2,117,734,472	85.29	365,364,682	2,483,099,154	77.24%	20,476,833
Resolution 11: Re-election of Charles Woodburn	2,499,286,104	99.87	3,324,172	2,502,610,276	77.84%	969,630
Resolution 12: Election of Thomas Arseneault	2,498,968,786	99.86	3,581,861	2,502,550,647	77.84%	1,020,232
Resolution 13: Election of Bradley Greve	2,490,700,198	99.53	11,846,200	2,502,546,398	77.84%	1,027,530
Resolution 14: Election of Jane Griffiths	2,498,200,940	99.83	4,314,024	2,502,514,964	77.84%	1,053,700
Resolution 15: Election of Stephen Pearce	2,479,585,029	99.08	22,944,175	2,502,529,204	77.84%	1,039,310
Resolution 16: Election of Nicole Piasecki	2,498,162,088	99.83	4,370,578	2,502,532,666	77.84%	1,035,998
Resolution 17: Re-appointment of Auditors	2,502,293,620	99.98	388,861	2,502,682,481	77.84%	908,945
Resolution 18: Auditors' remuneration	2,502,276,011	99.98	409,497	2,502,685,508	77.84%	893,971

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 19: Political donations	2,429,933,168	97.09	72,806,329	2,502,739,497	77.85%	846,858
Resolution 20: Authority to allot new shares	2,356,207,281	94.15	146,465,834	2,502,673,115	77.84%	901,696

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 21: Disapplication of pre-emption rights	2,405,783,978	96.13	96,868,026	2,502,652,004	77.84%	912,157
Resolution 22: Authority to purchase own shares	2,463,909,108	98.53	36,801,891	2,500,710,999	77.78%	2,887,260
Resolution 23: Notice of general meetings	2,409,853,386	96.29	92,970,125	2,502,823,511	77.85%	739,211

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 5 May 2020 was 3,467,440,044, of which the Total Voting Rights figure was 3,214,971,343.

Copies of resolutions 19 - 23, 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.

7 May 2020