

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2015

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 2015.

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	2,334,015,778	99.79	4,882,938	2,338,898,716	73.93%	7,022,376
Resolution 2: Directors' Remuneration Report	2,178,267,228	93.16	160,048,861	2,338,316,089	73.91%	7,605,002
Resolution 3: Payment of final dividend	2,337,947,829	99.96	1,021,046	2,338,968,875	73.93%	6,952,217
Resolution 4: Re-election of Sir Roger Carr	2,332,375,321	99.73	6,379,781	2,338,755,102	73.92%	7,165,964
Resolution 5: Re-election of Jerry DeMuro	2,333,612,565	99.78	5,077,336	2,338,689,901	73.92%	7,231,191
Resolution 6: Re-election of Harriet Green	2,311,664,099	99.65	8,171,201	2,319,835,300	73.32%	26,085,792
Resolution 7: Re-election of Christopher Grigg	2,269,159,420	97.69	53,764,637	2,322,924,057	73.42%	22,997,034
Resolution 8: Re-election of Ian King	2,333,565,878	99.78	5,197,281	2,338,763,159	73.92%	7,157,933

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	2,333,508,843	99.78	5,187,795	2,338,696,638	73.92%	7,224,454
Resolution 10: Re-election of Paula Rospit Reynolds	2,332,151,425	99.72	6,503,527	2,338,654,952	73.92%	7,266,140
Resolution 11: Re-election of Nicholas Rose	2,285,557,732	97.73	53,104,966	2,338,662,698	73.92%	7,258,394
Resolution 12: Re-election of Carl Symon	2,286,783,880	97.78	51,879,331	2,338,663,211	73.92%	7,257,881
Resolution 13: Re-election of Ian Tyler	2,016,170,333	90.12	221,120,779	2,237,291,112	70.72%	108,629,978
Resolution 14: Reappointment of Auditors	2,295,349,387	98.14	43,486,901	2,338,836,288	73.93%	7,084,803
Resolution 15: Auditors' remuneration	2,315,715,626	99.01	23,115,372	2,338,830,998	73.92%	7,090,093
Resolution 16: Political donations	2,303,855,019	98.51	34,770,033	2,338,625,052	73.92%	7,296,040
Resolution 17: Authority to allot new shares	1,959,431,258	83.89	376,289,867	2,335,721,125	73.83%	10,199,967

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	2,206,190,125	94.34	132,324,898	2,338,515,023	73.91%	7,406,069
Resolution 19: Authority to purchase own shares	2,336,934,032	99.92	1,862,977	2,338,797,009	73.92%	7,124,083
Resolution 20: Notice of general meetings	2,177,396,085	93.10	161,391,252	2,338,787,337	73.92%	7,133,755

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 5 May 2015 was 3,468,722,178, of which the Total Voting Rights figure was 3,163,794,446.

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

7 May 2015