

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2012

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 2 May 2012.

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	2,342,236,514	99.97	816,782	2,343,053,296	72.14	911,724
Resolution 2: Directors' Remuneration Report	2,079,470,652	91.08	203,542,395	2,283,013,047	70.29	60,962,255
Resolution 3: Payment of final dividend	2,342,921,295	99.99	212,544	2,343,133,839	72.14	827,886
Resolution 4: Re-election of Paul Anderson	2,340,075,047	99.89	2,597,243	2,342,672,290	72.13	1,289,544
Resolution 5: Re-election of Harriet Green	2,324,083,831	99.21	18,588,910	2,342,672,741	72.13	1,291,387
Resolution 6: Re-election of Linda Hudson	2,312,516,392	98.71	30,178,664	2,342,695,056	72.13	1,269,071
Resolution 7: Re-election of Ian King	2,338,795,768	99.82	4,106,693	2,342,902,461	72.13	1,072,843
Resolution 8: Re-election of Peter Lynas	2,339,012,845	99.84	3,691,697	2,342,704,542	72.13	1,259,578
Resolution 9: Re-election of Sir Peter Mason	2,335,084,735	99.67	7,621,607	2,342,706,342	72.13	1,257,786

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 10: Re-election of Richard Olver	2,335,426,219	99.68	7,462,712	2,342,888,931	72.13	1,084,077
Resolution 11: Re-election of Paula Rospot Reynolds	2,339,717,534	99.87	2,954,779	2,342,672,313	72.13	1,291,816
Resolution 12: Re-election of Nicholas Rose	2,264,658,784	96.67	78,034,330	2,342,693,114	72.13	1,271,014
Resolution 13: Re-election of Carl Symon	2,212,450,030	94.44	130,226,392	2,342,676,422	72.13	1,287,707
Resolution 14: Election of Lee McIntire	2,338,418,701	99.82	4,143,162	2,342,561,863	72.12	1,402,266
Resolution 15: Reappointment of Auditors	2,313,156,677	99.71	6,825,151	2,319,981,828	71.43	23,983,192
Resolution 16: Auditors' remuneration	2,314,119,074	99.75	5,759,559	2,319,878,633	71.43	24,085,496
Resolution 17: Political donations	2,252,572,759	96.19	89,258,372	2,341,831,131	72.10	2,132,998
Resolution 18: Share Incentive Plan	2,337,541,789	99.79	5,033,490	2,342,575,279	72.12	1,389,742
Resolution 19: Executive Share Option Plan 2012	2,154,751,868	92.95	163,398,385	2,318,150,253	71.37	25,813,874
Resolution 20: Authority to allot new shares	2,142,544,985	92.89	164,039,315	2,306,584,300	71.02	37,378,426

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	2,210,617,011	94.42	130,572,007	2,341,189,018	72.08	2,771,359
Resolution 22: Authority to purchase own shares	2,315,345,501	99.79	4,801,441	2,320,146,942	71.43	23,813,435
Resolution 23: Notice of general meetings	2,100,071,914	89.63	242,847,899	2,342,919,813	72.13	1,041,458

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 at 6.00pm on 30 April 2012 was 3,587,560,298, of which the Total Voting Rights figure was 3,247,970,548.

2 May 2012