

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2011

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 2011.

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	2,461,401,102	99.93	1,610,638	2,463,011,740	68.66	4,181,970
Resolution 2: Directors' Remuneration Report	2,232,331,635	92.80	173,249,870	2,405,581,505	67.05	61,613,346
Resolution 3: Payment of final dividend	2,462,094,870	100.00	77,685	2,462,172,555	68.63	5,022,316
Resolution 4: Re-election of Paul Anderson	2,462,235,135	99.97	643,314	2,462,878,449	68.65	4,316,422
Resolution 5: Re-election of Michael Hartnall	2,457,420,913	99.78	5,468,478	2,462,889,391	68.65	4,302,007
Resolution 6: Re-election of Linda Hudson	2,432,273,013	98.86	28,129,449	2,460,402,462	68.58	6,790,409
Resolution 7: Re-election of Ian King	2,461,813,021	99.96	1,089,016	2,462,902,037	68.65	4,290,834
Resolution 8: Re-election of Sir Peter Mason	2,433,556,186	99.63	9,003,964	2,442,560,150	68.08	24,634,721

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 Richard Olver	2,455,582,476	99.70	7,337,478	2,462,919,954	68.65	4,274,917
Resolution 10: Re-election of Roberto Quarta	2,202,974,396	90.22	238,936,716	2,441,911,112	68.07	25,283,759
Resolution 11: Re-election of Nicholas Rose	2,377,707,216	97.35	64,838,613	2,442,545,829	68.08	24,649,042
Resolution 12: Re-election of Carl Symon	2,404,709,741	97.64	58,162,008	2,462,871,749	68.65	4,323,122
Resolution 13: Election of Harriet Green	2,456,029,294	99.73	6,768,249	2,462,797,543	68.65	4,397,328
Resolution 14: Election of Peter Lynas	2,461,820,452	99.96	951,714	2,462,772,166	68.65	4,422,705
Resolution 15: Election of Paula Rosput Reynolds	2,456,673,573	99.76	6,023,241	2,462,696,814	68.65	4,498,057
Resolution 16: Reappointment of Auditors	2,396,706,257	98.87	27,286,147	2,423,992,404	67.57	43,202,467
Resolution 17: Auditors' remuneration	2,429,214,454	99.43	13,885,395	2,443,099,849	68.10	24,065,022
Resolution 18: Political donations	2,380,225,753	96.73	80,466,294	2,460,692,047	68.59	6,502,824
Resolution 19: Restricted Share Plan 2011	2,155,600,230	88.56	278,342,041	2,433,942,271	67.84	33,252,580
Resolution 20: Authority to allot new shares	2,255,525,975	92.99	170,074,401	2,425,600,376	67.61	41,594,495

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	2,453,425,335	99.63	9,131,732	2,462,557,067	68.64	4,637,804
Resolution 22: Authority to purchase own shares	2,429,475,108	99.50	12,193,640	2,441,668,748	68.06	25,526,123
Resolution 23: Notice of general meetings	2,295,562,033	93.47	160,375,371	2,455,937,404	68.46	11,257,467

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 2 May 2011 was 3,587,519,233.

4 May 2011