

BAE SYSTEMS plc

POLL RESULTS FOR AGM 2013

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 8 May 2013.

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	2,441,251,854	99.98	544,350	2,441,796,204	75.34%	3,542,599
Resolution 2: Directors' Remuneration Report	2,205,236,703	92.33	183,202,336	2,388,439,039	73.70%	56,898,372
Resolution 3: Payment of final dividend	2,441,709,699	99.99	150,100	2,441,859,799	75.34%	3,476,464
Resolution 4: Re-election of Paul Anderson	2,437,116,300	99.83	4,268,160	2,441,384,460	75.33%	3,951,516
Resolution 5: Re-election of Harriet Green	2,436,329,526	99.79	5,046,725	2,441,376,251	75.33%	3,959,725
Resolution 6: Re-election of Linda Hudson	2,416,079,432	98.96	25,375,249	2,441,454,681	75.33%	3,883,835
Resolution 7: Re-election of Ian King	2,436,417,596	99.79	5,113,857	2,441,531,453	75.33%	3,805,440
Resolution 8: Re-election of Peter Lynas	2,436,913,190	99.82	4,489,162	2,441,402,352	75.33%	3,933,624
Resolution 9: Re-election of Lee McIntire	2,380,383,774	97.50	60,952,323	2,441,336,097	75.33%	3,999,879

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	2,411,890,241	98.89	27,121,561	2,439,011,802	75.26%	6,324,174
Resolution 11: Re-election of Paula Rospot Reynolds	2,436,370,209	99.80	4,995,103	2,441,365,312	75.33%	3,970,124
Resolution 12: Re-election of Nicholas Rose	2,352,182,434	96.34	89,248,898	2,441,431,332	75.33%	3,904,644
Resolution 13: Re-election of Carl Symon	2,380,683,298	97.51	60,691,943	2,441,375,241	75.33%	3,960,579
Resolution 14: Reappointment of Auditors	2,365,228,749	99.75	5,931,993	2,371,160,742	73.16%	74,177,356
Resolution 15: Auditors' remuneration	2,394,744,741	99.82	4,426,121	2,399,170,862	74.03%	46,164,669
Resolution 16: Political donations	2,388,833,288	97.88	51,626,511	2,440,459,799	75.30%	4,875,146
Resolution 17: Authority to allot new shares	2,182,148,606	90.49	229,464,835	2,411,613,441	74.41%	33,722,510

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	2,438,798,164	99.91	2,170,297	2,440,968,461	75.32%	4,361,401
Resolution 19: Authority to purchase own shares	2,421,892,778	99.76	5,738,202	2,427,630,980	74.90%	17,702,450
Resolution 20: Notice of general meetings	2,251,747,970	92.22	189,895,521	2,441,643,491	75.34%	3,689,577

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 6 May 2013 was 3,571,299,960, of which the Total Voting Rights figure was 3,240,966,041.

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

8 May 2013