

**BAE SYSTEMS plc**

**POLL RESULTS FOR AGM 2018**

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 10 May 2018.

<b>ORDINARY RESOLUTIONS</b>	<b>VOTES FOR</b>	<b>% VOTES FOR<sup>1</sup></b>	<b>VOTES AGAINST</b>	<b>TOTAL VOTES VALIDLY CAST</b>	<b>% OF ISSUED SHARE CAPITAL VOTED<sup>1,2,3</sup></b>	<b>VOTES WITHHELD<sup>2</sup></b>
<b>Resolution 1:</b> Report and Accounts	2,492,624,989	99.99	198,728	2,492,823,717	78.08%	5,525,397
<b>Resolution 2:</b> Directors' Remuneration Report	2,425,636,219	98.40	39,353,964	2,464,990,183	77.20%	33,369,345
<b>Resolution 3:</b> Payment of final dividend	2,493,163,738	99.99	130,120	2,493,293,858	78.09%	5,055,225
<b>Resolution 4:</b> Re-election of Sir Roger Carr	2,481,090,399	99.59	10,123,729	2,491,214,128	78.03%	7,145,373
<b>Resolution 5:</b> Re-election of Elizabeth Corley	2,396,047,744	96.11	97,008,565	2,493,056,309	78.08%	5,292,804
<b>Resolution 6:</b> Re-election of Jerry DeMuro	2,485,493,060	99.70	7,547,437	2,493,040,497	78.08%	5,308,616
<b>Resolution 7:</b> Re-election of Harriet Green	2,458,283,047	98.61	34,751,074	2,493,034,121	78.08%	5,314,991
<b>Resolution 8:</b> Re-election of Christopher Grigg	2,486,190,739	99.73	6,839,578	2,493,030,317	78.08%	5,318,795
<b>Resolution 9:</b> Re-election of Peter Lynas	2,471,617,456	99.14	21,478,297	2,493,095,753	78.09%	5,253,360
<b>Resolution 10:</b> Re-election of Paula Rosput Reynolds	2,381,187,383	95.51	111,823,456	2,493,010,839	78.08%	5,338,244
<b>Resolution 11:</b> Re-election of Nicholas Rose	2,350,225,869	94.27	142,807,510	2,493,033,379	78.08%	5,315,704
<b>Resolution 12:</b> Re-election of Ian Tyler	2,445,754,644	99.16	20,745,759	2,466,500,403	77.25%	31,848,679
<b>Resolution 13:</b> Re-election of Charles Woodburn	2,486,271,655	99.73	6,770,747	2,493,042,402	78.08%	5,316,998
<b>Resolution 14:</b> Election of Revathi Advaiti	2,492,150,299	99.97	755,406	2,492,905,705	78.08%	5,443,250
<b>Resolution 15:</b>	2,487,245,905	99.77	5,842,680	2,493,088,585	78.08%	5,270,785

<b>ORDINARY RESOLUTIONS</b>	<b>VOTES FOR</b>	<b>% VOTES FOR<sup>1</sup></b>	<b>VOTES AGAINST</b>	<b>TOTAL VOTES VALIDLY CAST</b>	<b>% OF ISSUED SHARE CAPITAL VOTED<sup>1,2,3</sup></b>	<b>VOTES WITHHELD<sup>2</sup></b>
Appointment of Auditors						
<b>Resolution 16:</b> Auditors' remuneration	2,491,706,644	99.94	1,388,523	2,493,095,167	78.09%	5,263,956
<b>Resolution 17:</b> Political donations	2,441,858,371	98.36	40,608,133	2,482,466,504	77.75%	15,882,482
<b>Resolution 18:</b> Authority to allot new shares	2,385,248,471	95.67	108,025,502	2,493,273,973	78.09%	5,075,012
<b>Resolution 19:</b> Disapplication of pre-emption rights	2,403,006,401	96.39	89,984,334	2,492,990,735	78.08%	5,357,878

<b>SPECIAL RESOLUTIONS</b>	<b>VOTES FOR</b>	<b>% VOTES FOR<sup>1</sup></b>	<b>VOTES AGAINST</b>	<b>TOTAL VOTES VALIDLY CAST</b>	<b>% OF ISSUED SHARE CAPITAL VOTED<sup>1,2,3</sup></b>	<b>VOTES WITHHELD<sup>2</sup></b>
<b>Resolution 20:</b> Authority to purchase own shares	2,459,412,078	98.72	31,960,309	2,491,372,387	78.03%	6,976,597
<b>Resolution 21:</b> Notice of general meetings	2,332,651,817	93.96	150,064,908	2,482,716,725	77.76%	15,631,397

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 8 May 2018 was 3,467,440,044, of which the Total Voting Rights figure was 3,192,789,017.

Copies of resolutions 17 - 21, 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](http://www.morningstar.co.uk/uk/nsm)

10 May 2018