



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **BAE SYSTEMS plc**

Company Number: **01470151**



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Company Name: **BAE SYSTEMS plc**

Company Number: **01470151**

Confirmation **30/09/2016**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	3467440044
Currency:	GBP	Aggregate nominal value:	86686001.1

Prescribed particulars

ON A SHOW OF HANDS AT A GENERAL MEETING EVERY HOLDER OF ORDINARY SHARES PRESENT IN PERSON AND ENTITLED TO VOTE SHALL HAVE ONE VOTE, AND EVERY PROXY ENTITLED TO VOTE SHALL HAVE ONE VOTE (UNLESS THE PROXY IS APPOINTED BY MORE THAN ONE MEMBER IN WHICH CASE THE PROXY HAS ONE VOTE FOR AND ONE VOTE AGAINST IF THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE MEMBERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE MEMBERS TO VOTE AGAINST THE RESOLUTION; OR IF THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE SHAREHOLDERS TO VOTE EITHER FOR OR AGAINST A RESOLUTION AND BY ONE OR MORE OF THOSE SHAREHOLDERS TO USE HIS DISCRETION HOW TO VOTE). ON A POLL, EVERY MEMBER PRESENT IN PERSON OR BY PROXY AND ENTITLED TO VOTE SHALL HAVE ONE VOTE FOR EVERY ORDINARY SHARE HELD. SUBJECT TO THE RELEVANT STATUTORY PROVISIONS AND COMPANY'S ARTICLES OF ASSOCIATION, HOLDERS OF ORDINARY SHARES ARE ENTITLED TO A DIVIDEND WHERE DECLARED OR PAID OUT OF PROFITS AVAILABLE FOR SUCH PURPOSES. SUBJECT TO THE RELEVANT STATUTORY PROVISIONS AND THE COMPANY'S ARTICLES OF ASSOCIATION, ON A RETURN OF CAPITAL ON A WINDING-UP, HOLDERS OF ORDINARY SHARES ARE ENTITLED, AFTER REPAYMENT OF THE £1 SPECIAL SHARE, TO PARTICIPATE IN SUCH A RETURN. THERE ARE NO REDEMPTION RIGHTS IN RELATION TO THE ORDINARY SHARES.

Class of Shares:	SPECIAL	Number allotted	1
Currency:	GBP	Aggregate nominal value:	1

Prescribed particulars

THE SPECIAL SHARE IS HELD ON BEHALF OF THE SECRETARY OF STATE FOR BUSINESS, ENERGY & INDUSTRIAL STRATEGY ("THE SPECIAL SHAREHOLDER"). CERTAIN PROVISIONS OF THE COMPANY'S ARTICLES OF ASSOCIATION CANNOT BE AMENDED WITHOUT THE CONSENT OF THE SPECIAL SHAREHOLDER. THESE PROVISIONS INCLUDE THE REQUIREMENT THAT NO FOREIGN PERSON, OR FOREIGN PERSONS ACTING IN CONCERT, CAN HAVE MORE THAN A 15% VOTING INTEREST IN THE COMPANY, THE REQUIREMENT THAT THE MAJORITY OF THE DIRECTORS ARE BRITISH, THE REQUIREMENT THAT DECISIONS OF THE DIRECTORS AT THEIR MEETINGS, IN THEIR COMMITTEES OR VIA RESOLUTION MUST BE APPROVED BY A MAJORITY

OF BRITISH DIRECTORS AND THE REQUIREMENT THAT THE CHIEF EXECUTIVE AND ANY EXECUTIVE CHAIRMAN ARE BRITISH. THE HOLDER OF THE SPECIAL SHARE IS ENTITLED TO ATTEND A GENERAL MEETING, BUT THE SPECIAL SHARE CARRIES NO RIGHT TO VOTE OR ANY OTHER VOTES AT ANY SUCH MEETING, OTHER THAN TO SPEAK IN RELATION TO ANY BUSINESS IN RESPECT OF THE SPECIAL SHARE. SUBJECT TO THE RELEVANT STATUTORY PROVISIONS AND THE COMPANY’S ARTICLES OF ASSOCIATION, ON A RETURN OF CAPITAL ON A WINDING-UP, THE SPECIAL SHAREHOLDER SHALL BE ENTITLED TO REPAYMENT OF THE £1 CAPITAL PAID UP ON THE SPECIAL SHARE IN PRIORITY TO ANY REPAYMENT OF CAPITAL TO ANY OTHER MEMBERS. THE HOLDER OF THE SPECIAL SHARE HAS THE RIGHT TO REQUIRE THE COMPANY TO REDEEM THE SPECIAL SHARE AT PAR OR CONVERT THE SPECIAL SHARE INTO ONE ORDINARY SHARE AT ANY TIME.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	3467440045
		Total aggregate nominal value:	86686002.1
		Total aggregate amount unpaid:	0

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,
Judicial Factor