In accordance with Section 728 of the Companies Act 2006

SH04

Notice of sale or transfer of treasury shares by a public limited company (PLC)



What this form is for

You may use this form to give notice of a sale or transfer of treasury shares for a public limited company

What this form is N

You cannot use this I notice of a cancellati shares in a public lim To do this, please use



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12/02/2015 COMPANIES HOUSE

| 1 | Company details | | |
|--------------------------------------|-----------------|--|--|
| Company number | 1 4 7 0 1 5 1 | | |
| Company name in full BAE Systems plc | | | |
| | | | |

→ Filling in this form Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by

| 2 Treasury shares sold or transferred • | | | | | |
|--|--------------------------------------|-----------------------------|---|--|--|
| Class of shares (E.g. Ordinary/Preference etc.) | Number of shares sold or transferred | Nominal value of each share | Date(s) shares were sold or transferred | | |
| Ordinary | 53,309 | 2 5p | 27 / 01 / 2015 | | |
| Ordinary | 42,190 | 2 5p | 28 / 01 / 2015 | | |
| Ordinary | 82,403 | 2 5p | 29 / 01 / 2015 | | |
| Ordinary | 12,700 | 2 5p | 30 / 01 / 2015 | | |
| Ordinary | 7,250 | 2 5p | 02 / 02 / 2015 | | |
| Ordinary | 50,228 | 2 5p | 04 / 02 / 2015 | | |
| Ordinary | 10,500 | 2 5p | 06 / 02 / 2015 | | |
| Ordinary | 5,039 | 2 5p | 09 / 02 / 2015 | | |
| Ordinary | 38,213 | 2 5p | 10 / 02 / 2015 | | |
| Ordinary | 7,923 | 2 5p | 11 / 02 / 2015 | | |

• Treasury shares sold or transferred

Shares may only be transferred (as opposed to sold) from treasury for the purposes of, or in accordance with, an employees' share scheme

Signature I am signing this form on behalf of the company O Societas Europaea If the form is being filed on behalf Signature X X signing has membership • Person authorised This form may be signed by the Companies Act 2006 Director O, Secretary, Person authorised O, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager

of a Societas Europaea (SE), please delete 'director' and insert details of which organ of the SE the person

Under either section 270 or 274 of

SH04

Notice of sale or transfer of treasury shares by a public limited company (PLC)

Presenter information Important information You do not have to give any contact information, but if Please note that all information on this form will you do it will help Companies House if there is a query appear on the public record on the form The contact information you give will be visible to searchers of the public record. Where to send You may return this form to any Companies House Mrs L Goodge address, however for expediency we advise you to **BAE Systems plc** return it to the appropriate address below. For companies registered in England and Wales. Address Warwick House, PO Box 87, The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ Farnborough Aerospace Centre, DX 33050 Cardiff For companies registered in Scotland Farnborough The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, County/Region Hants 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 G or LP - 4 Edinburgh 2 (Legal Post) United Kingdom For companies registered in Northern Ireland The Registrar of Companies, Companies House, First Floor, Waterfront Plaza, 8 Laganbank Road, 01252 383856 Belfast, Northern Ireland, BT1 3BS. DX 481 N R Belfast 1 Checklist We may return forms completed incorrectly or Further information with information missing. For further information, please see the guidance notes Please make sure you have remembered the on the website at www companieshouse goviuk or following email enquiries@companieshouse gov uk ☐ The company name and number match the information held on the public Register This form is available in an ☐ You have entered the correct information in section 2 ☐ You have signed the form alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk