

BLOCK LISTING SIX MONTHLY RETURN

INFORMATION PROVIDED ON THIS FORM MUST BE TYPED OR PRINTED ELECTRONICALLY.

RECEIVED

2007 AUG -3 P 12:42

USE OF THIS INFORMATION
IS LIMITED TO THE ORIGINAL
PURPOSE ONLY

To: The FSA

Date: 25 July 2007

SUPPL

Name of <i>applicant</i> :		BAE Systems plc	
Name of scheme:		BAE Systems Share Option Plan 2001 (Options granted 2001 onwards)	
Period of return:	From:	1 January 2007	To: 30 June 2007
Balance under scheme from previous return:		19,873,889	
The amount by which the block scheme has been increased, if the scheme has been increased since the date of the last return:		N/A	
Number of <i>securities</i> issued/allotted under scheme during period:		11,028,251	
Balance under scheme not yet issued/allotted at end of period		8,845,638	
Number and <i>class</i> of <i>securities</i> originally listed and the date of admission		10,945,864 Jan 2002 14,700,000 (June 2006)	
Total number of <i>securities</i> in issue at the end of the period		3,566,653,013	

PROCESSED

AUG 08 2007

THOMSON
FINANCIAL

SC

Name of contact:	Simone Barratt
Address of contact:	Lancaster House, PO Box 87, Farnborough Aerospace Centre, Farnborough, GU14 6YU
Telephone number of contact:	01252 383945

SIGNED BY

 Director/company secretary/suitably experienced *employee*/duly authorised
 officer,
 for and on behalf of
 BAE Systems plc
 Name of *applicant*



BLOCK LISTING SIX-MONTHLY RETURN

INFORMATION PROVIDED ON THIS FORM MUST BE TYPED OR PRINTED ELECTRONICALLY.

To: The FSA

Date: 25 July 2007

Name of <i>applicant</i> :		BAE Systems plc		
Name of scheme:		BAE Systems JV Share Option Plan 2001 (Options granted 2001 onwards)		
Period of return:	From:	1 January 2007	To:	30 June 2007
Balance under scheme from previous return:		2,073,610		
The amount by which the block scheme has been increased, if the scheme has been increased since the date of the last return:		N/A		
Number of <i>securities</i> issued/allotted under scheme during period:		545,039		
Balance under scheme not yet issued/allotted at end of period		1,528,571		
Number and <i>class</i> of <i>securities</i> originally listed and the date of admission		2,925,060 Jan 2002 4,300,000 (June 2006)		
Total number of <i>securities</i> in issue at the end of the period		3,566,653,013		

Name of contact:	Simone Barratt
Address of contact:	Lancaster House, PO Box 87, Farnborough Aerospace Centre, Farnborough, GU14 6YU
Telephone number of contact:	01252 383945

SIGNED BY

Director/company secretary/suitably experienced employee/duly authorised officer,
for and on behalf of
BAE Systems plc
Name of *applicant*

BLOCK LISTING SIX MONTHLY RETURN

INFORMATION PROVIDED ON THIS FORM MUST BE TYPED OR PRINTED ELECTRONICALLY.

To: The FSA

Date: 25 July 2007

Name of <i>applicant</i> :		BAE Systems plc		
Name of scheme:		BAE Systems Executive Share Option Scheme 1993 (Options granted 1994 to 2000)		
Period of return:	From:	1 January 2007	To:	30 June 2007
Balance under scheme from previous return:		9,443,331		
The amount by which the block scheme has been increased, if the scheme has been increased since the date of the last return:		N/A		
Number of <i>securities</i> issued/allotted under scheme during period:		2,223,751		
Balance under scheme not yet issued/allotted at end of period		7,219,580		
Number and <i>class</i> of <i>securities</i> originally listed and the date of admission		24,776,492 between April 1996 and April 2000		
Total number of <i>securities</i> in issue at the end of the period		3,566,653,013		

Name of contact:	Simone Barratt
Address of contact:	Lancaster House, PO Box 87, Farnborough Aerospace Centre, Farnborough, GU14 6YU
Telephone number of contact:	01252 383945

SIGNED BY

Director/company secretary/suitably experienced employee/duly authorised officer,
for and on behalf of
BAE Systems plc
Name of *applicant*

BLOCK LISTING SIX MONTHLY RETURN

INFORMATION PROVIDED ON THIS FORM MUST BE TYPED OR PRINTED ELECTRONICALLY.

To: The FSA

Date: 25 July 2007

Name of <i>applicant</i> :		BAE Systems plc		
Name of scheme:		BAE Systems JV Executive Share Option Scheme 1998 (Options granted 1998 to 2000)		
Period of return:	From:	1 January 2007	To:	30 June 2007
Balance under scheme from previous return:		725,529		
The amount by which the block scheme has been increased, if the scheme has been increased since the date of the last return:		N/A		
Number of <i>securities</i> issued/allotted under scheme during period:		87,310		
Balance under scheme not yet issued/allotted at end of period		638,219		
Number and <i>class</i> of <i>securities</i> originally listed and the date of admission		860,209 (Nov 1999 to Apr 2000)		
Total number of <i>securities</i> in issue at the end of the period		3,566,653,013		

Name of contact:	Simone Barratt
Address of contact:	Lancaster House, PO Box 87, Farnborough Aerospace Centre, Farnborough, GU14 6YU
Telephone number of contact:	01252 383945

SIGNED BY _____

Director/company secretary/suitably experienced employee/duly authorised officer,
for and on behalf of
BAE Systems plc
Name of *applicant*

BLOCK LISTING SIX MONTHLY RETURN

INFORMATION PROVIDED ON THIS FORM MUST BE TYPED OR PRINTED ELECTRONICALLY.

To: The FSA

Date: 25 July 2007

Name of <i>applicant</i> :		BAE Systems plc			
Name of scheme:		BAE Systems SAYE Share Options Scheme 1993 (Options granted to 2002)			
Period of return:	From:	1 January 2007	To:	30 June 2007	
Balance under scheme from previous return:		36,336,269			
The amount by which the block scheme has been increased, if the scheme has been increased since the date of the last return:		N/A			
Number of <i>securities</i> issued/allotted under scheme during period:		4,584,429			
Balance under scheme not yet issued/allotted at end of period		31,751,840			
Number and <i>class</i> of <i>securities</i> originally listed and the date of admission		84,028,260 (Dec 1994 to Apr 2000)			
Total number of <i>securities</i> in issue at the end of the period		3,566,653,013			

Name of contact:	Simone Barratt
Address of contact:	Lancaster House, PO Box 87, Farnborough Aerospace Centre, Farnborough, GU14 6YU
Telephone number of contact:	01252 383945

SIGNED BY _____

Director/company secretary/suitably experienced employee/duly authorised officer,
for and on behalf of
BAE Systems plc
Name of *applicant*

BLOCK LISTING SIX MONTHLY RETURN

INFORMATION PROVIDED ON THIS FORM MUST BE TYPED OR PRINTED ELECTRONICALLY.

To: The FSA

Date: 25 July 2007

Name of <i>applicant</i> :		BAE Systems plc		
Name of scheme:		BAE Systems All Employee Share Schemes (Options granted 2002 onwards)		
Period of return:	From:	1 January 2007	To:	30 June 2007
Balance under scheme from previous return:		9,918,998		
The amount by which the block scheme has been increased, if the scheme has been increased since the date of the last return:		N/A		
Number of <i>securities</i> issued/allotted under scheme during period:		3,478,210		
Balance under scheme not yet issued/allotted at end of period		6,440,788		
Number and <i>class</i> of <i>securities</i> originally listed and the date of admission		11,000,000 (June 2006)		
Total number of <i>securities</i> in issue at the end of the period		3,566,653,013		

Name of contact:	Simone Barratt
Address of contact:	Lancaster House, PO Box 87, Farnborough Aerospace Centre, Farnborough, GU14 6YU
Telephone number of contact:	01252 383945

SIGNED BY _____

Director/company secretary/suitably experienced employee/duly authorised officer,
for and on behalf of
BAE Systems plc
Name of *applicant*

