

BAE Systems plc

Company Profile

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BAE Systems plc

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Ticker Symbol: OTC: BAESY Date of Establishment: 1977

Number of Employees: 94,000

Fortune Global 500 Ranking & Revenues (millions)

359

2005 \$16,664.9

320 2006 \$20,228.3

306 2007

\$22,691.0

281 2008

\$28,628.0 279

2009 \$30,570.0

REGION: Europe

SECTOR: Aerospace and Defence

SIC Codes: 2892 3482 3483 3484 3489 3721 3728 3812 6519

ACTIVITIES

BAE Systems plc is engaged in the development, delivery and support of advanced defence and aerospace systems in the air, on land, at sea and in space.

The company designs, manufactures and supports military aircraft, surface ships, submarines, radar, avionics, communications, electronics and guided weapon systems.

The company operates in 5 business groups:-

- · Electronics, Intelligence & Support, based primarily in the US, designs, develops, produces and services systems and subsystems for a wide range of military and commercial applications. It comprises four lines of business: Electronic Solutions, Information Solutions, Platform Solutions and Support Solutions, and includes the acquired MTC business;
- Land & Armaments, based primarily in the US, is a leader in the design, development, production, through-life support and upgrade of armoured combat vehicles, tactical wheeled vehicles, naval guns, missile launchers, artillery systems and munitions:
- · Programmes & Support comprises the Group's UK-based air and naval activities, the Integrated System Technologies (Insyte) business and the acquired Detica business
- International comprises the Group's businesses in Saudi Arabia and Australia, including the acquired Tenix Defence business, and its interests in the pan-European MBDA joint venture, Saab of Sweden and Air Astana; and
- HQ & Other Businesses comprises the regional aircraft asset management and support activities, head office and UK shared services activity, including research centres and property management.

QUICK FACTS

BAE Systems plc resulted from the amalgamation of British Aerospace and Marconi Electronic Systems in November 1999

The company has an order book of £46.5 bn as at 31st December 2008.

2008 sales by segment:-

- Electronics, Intelligence & Support £4,459 mn
- Land & Armaments £6,407 mn
- Programmes & Support £4,090 mn
- International £1,887 mn
- HQ & Other Businesses £235 mn

Total R&D expenditure for the Group amounted to £1,044m (2007 £1,460m), of which £211m (2007 £176m) was funded by the Group.

COMPETITORS

- Northrop Grumman Corporation
- The Boeing Company
- · Lockheed Martin Corporation

BOARD OF DIRECTORS

Dick Olver, Chairman

Walt Havenstein, Chief Operating Officer BAE Systems plc, President and CEO BAE Systems Inc

lan King, Chief Executive and Chief Operating Officer UK/ROW

George Rose, Group Finance Director

Philip Carroll, Non-Executive Director

Michael Hartnall, Non-Executive Director

Andy Inglis, Non-Executive Director

Sir Peter Mason, Non-Executive Director

Sir Nigel Rudd, Non-Executive Director

Carl Symon, Non-Executive Director

Roberto Quarta, Non-Executive Director

Ravi Uppal, Non-Executive Director

EXECUTIVES

Walt Havenstein, Chief Operating Officer BAE Systems plc, President and CEO BAE Systems Inc

Ian King, Chief Executive and Chief Operating Officer UK/ROW

Philip Bramwell, Group General Counsel

Andrew Davies, Group Strategy Director

Alan Garwood, Group Business Development Director

Walt Havenstein, President, BAE Systems Inc

Alastair Imrie, Group HR Director

Ian King, Chief Executive

Charlotte Lambkin, Group Communications Director

Guy Griffiths, Group MD, International

Mike Heffron, President, Electronics, Intelligence & Support

Linda Hudson, President, Land & Armaments

George Rose, Group Finance Director

Nigel Whitehead, Group Managing Director Programmes & Support

Fiona Davies, Chief of Staff

Peter Fielder, MD Performance Excellence

Grenville Hodge, Audit Director

Raj Rajagopal, MD Corporate Responsibility

BIOGRAPHIES

RICHARD L. OLVER - CHAIRMAN

On 1st July, 2004 Dick Olver was appointed Chairman of BAE Systems plc and on the same date retired from the Board of BP plc. Prior to leaving BP he was Deputy Group Chief Executive and was appointed to the number two slot on 9th January, 2003. He will continue his association with BP as Deputy Chairman of TNK-BP.

Dick is a chartered engineer with a First Class Honours degree in Civil Engineering and is also a member of the Institution of Civil Engineers. In November 2004 he was awarded an Honorary Doctorate in Science from City University, London and in July 2005 he was elected a Fellow of The Royal Academy of Engineering. Dick is a Non-Executive director of Reuters Group plc, is Chairman of the Reuters Audit Committee, a member of their Nomination Committee and the Senior Independent Director. He is also a Guardian of New Hall School.

Joining BP in 1973, following a brief period designing and building highways and bridges, his early career involved a wide range of oil, gas and refining projects in Britain, Canada, Scotland, the Middle East and Norway.

He was appointed Vice President, BP Pipelines Inc., BP North America, in 1979. In 1983 he became Divisional Manager for new technology with responsibility for offshore, Arctic and enhanced oil recovery technology development.

In 1985 Mr Olver became Divisional Manager of Corporate Planning for British Petroleum and led the strategic team on the acquisition by BP of Standard Oil in the United States.

In 1988 he became General Manager, Gas, BP Exploration Europe, responsible for the operation, new business development and asset management, of BP and Britoil's European gas portfolio.

He was made Chief of Staff to the Chairman of BP and Head of Corporate Strategy for the BP Group in May 1990.

In April 1992 he became Chief Executive, BP Exploration, USA, where he led BP's growth in deep water exploration in the Gulf of Mexico. In 1995 he became Deputy Chief Executive of BP Exploration.

He was appointed to the Board of BP and became CEO of Exploration and Production on 1st January, 1998.

He led the Upstream E&P business of BP for 5 years taking the business from 1.5mboepd to 3.6mboepd through the merger with Amoco, the acquisition of ARCO and thereby more than doubling the size of the business making the generation of \$20bn/yr operating cash possible. The business employs 18,000 people and invests ca. \$10bn/year.

Dick Olver was born in 1947 and is married with two daughters. His interests include education, sailing, skiing, ballet and fine arts.

WALT HAVENSTEIN - CHIEF OPERATING OFFICER BAE SYSTEMS PLC, PRESIDENT AND CEO BAE SYSTEMS INC

Walter Havenstein is Chief Operating Officer and member of the Board of Directors for BAE Systems plc, a \$27 billion global aerospace and defense company; and President and Chief Executive Officer of BAE Systems, Inc., the Company's whollyowned U.S. subsidiary which employs some 53,000 employees in the United States, United Kingdom, Sweden, Israel and South Africa and generates annual sales in excess of \$14 billion.

Prior to Mr. Havenstein's current appointment in January 2007, he served as president of the Electronics & Integrated Solutions Operating Group within BAE Systems. Before that, he was President of BAE Systems' Information and Electronic Warfare Systems (IEWS) business unit. Mr. Havenstein previously served first as executive vice president and then as president of Sanders, a Lockheed Martin Company, and remained as president of the unit after it was sold to BAE Systems in November 2000. Before joining Sanders in February 1999, he had been vice president and general manager of the Strategic Systems Division for Raytheon at Falls Church, Virginia.

Mr. Havenstein joined Raytheon (E-Systems) in 1991 as director of business development for the Communications Manufacturing Division and later became vice president and general manager of the Surveillance and Control Division and vice president for Tactical Data Systems. He began his defense industry career at the ITT Aerospace and Communications Division in business development and program management roles.

Walt holds a bachelor's degree in aerospace engineering from the U.S. Naval Academy and a master's degree in electrical engineering from the Naval Postgraduate School. He served on active duty in the U.S. Marine Corps from 1971 to 1983, specializing in tactical communications and systems acquisition management, and completed his career in the Marine Corps Reserve in 2001. Mr. Havenstein is a member of the Marine Corps Association, Navy League, and the Armed Forces Communications and Electronics Association. He serves on the Board of Directors of the Marine Corps Scholarship Foundation and FIRST — For Inspiration and Recognition of Science and Technology; and on the Board of Advisors for the University of New Hampshire, Whittemore School of Business. He is also a member of the Defense Advisory Board for Employee Support of the Guard and Reserve (ESGR).

IAN KING - CHIEF EXECUTIVE AND CHIEF OPERATING OFFICER UK/ROW

lan King joined Marconi in 1976 as a graduate entrant and qualified as an accountant two years later. He spent the next ten years in manufacturing at the company's defence electronics manufacturing operations in Scotland and Portsmouth.

From 1986-92 Ian was Finance Director of Marconi Defence Systems, a business specialising in missiles, avionics, airborne radar and electronic warfare. There he introduced programme management and project reporting systems, which were adopted as the Marconi Electronic Systems standards.

lan was the Finance Director of Marconi Electronic Systems from 1992 to 1998, and controlled major acquisition and joint venture transactions, including Ferranti, Space, Sonar, Alenia Marconi Systems and the US acquisitions of Tracor and Hazeltine. During this period he was appointed a non-executive director of the Canadian Marconi company, a publicly quoted North American company, and director of Marconi's two Anglo/French joint ventures in Space and Sonar.

lan was the first Chief Executive of Alenia Marconi Systems, the joint venture between Marconi and Finmeccanica of Italy formed in December 1998. The main activities of this £1.2bn company were ground and naval radar, missiles systems, air traffic management, command and control, simulation and synthetic environments, engineering, software, systems design and manufacturing.

On completion of the British Aerospace / Marconi merger at the end of November 1999, lan moved to the position of Group Strategy and Planning Director. There he reported to the Chief Executive and was responsible for development of the Group strategy, and the initial Strategic Business Plan for BAE Systems.

lan was appointed to the post of Group Managing Director for Customer Solutions & Support (CS&S) at the start of 2001 responsible for growing a support and services business in the UK and international markets. CS&S supported customers' military capability in areas such as supply chain solutions and logistics management; spares; maintenance, repair and overhaul; upgrades; technical information services; training; facilities management; and manpower services.

In addition to leading the CS&S business, Ian was responsible for the integration of the Alvis business into a new Land Systems business following its acquisition in September 2004. This business has subsequently grown following further acquisitions and BAE Systems Land and Armaments is now a global leader in the industry.

On 1 January 2007 Ian was appointed as to the Board of Directors of BAE Systems plc and took up the position of Chief Operating Officer for the UK and Rest of World organisation, responsible for all UK and RoW businesses (excluding our US-led businesses).

The UK and Rest of the World organisation employs approximately 45.000 employees, across five operating groups including the Company's joint ventures and Home Market Operations.

Following the retirement of Mike Turner, Ian was appointed Chief Executive with effect from 1 September 2008.

lan is a non-executive director of Rotork plc, a world leader in the field of actuators, systems and services, for motorisation and manual operation of adaptions.

lan is 52 and is married with one son. He lives in Portsmouth and is a lifetime supporter of Portsmouth Football Club. He enjoys a variety of ball sports, particularly golf, football and cricket.

GEORGE ROSE - GROUP FINANCIAL DIRECTOR

George Rose was appointed to the Board as Finance Director in 1998 having previously been Director of Finance and Treasury. Prior to joining the Company he had held a number of finance positions in the motor industry with Ford, Leyland Vehicles, DAF NV in the Netherlands and Rover Group.

He is a non-executive director of Saab AB and National Grid Transco and a former non-executive director of Orange plc. He is a member of the Financial Reporting Review Panel and Fellow of the Institute of Management Accountants.

ALAN GARWOOD - GROUP BUSINESS DEVELOPMENT DIRECTOR

Born in 1955, Alan joined British Aerospace in 1977 working within the Guided Missile Company, commencing his career in Export Contracts in the Middle East and subsequently in various posts in Project Management, Procurement, Strategy and Marketing.

In April 1996, Alan moved to BAe Headquarters and was appointed Managing Director, Europe and North America, in the newly created International Marketing and Sales Organisation, responsible for all British Aerospace Aircraft, Missiles and Ordnance interests in the region.

In October 1998, Alan returned to the Missiles sector joining Matra BAe Dynamics as Deputy Chief Executive where he led the team to win the BVRAAM competition with Meteor.

With the formation of MBDA Missile Systems on 01 January 2002, Alan was appointed Chief Operating Officer.

In September 2002, Alan was seconded from BAE Systems to the UK Ministry of Defence as Head of Defence Export Services, where he advised the Secretary of State and other Ministers on Defence Exports. In this capacity he led a team of 600 Civil

Servants and Military who form the Defence Export Services Organisation. Key campaigns included winning the US Presidential Helicopter Programme, Typhoon for Saudi Arabia and a number of naval ship contracts.

In 2008 Alan took up his current role as Group Business Development Director, promoting company products on a global basis. He is responsible to the Chief Executive for delivering an annual order intake in excess of £15bn, adding to the current order book which exceeds £38bn. He is also a member of the Group Executive Committee, which runs the Operations worldwide.

Alan has an MBA from Cranfield, and in 2003 was made an Honorary Doctor of Science - again at Cranfield. He is also a visiting Professor at the Royal Military College Shrivenham. Alan is a Fellow of the Royal Aeronautical Society.

Alan was awarded a CBE in the Queen's New Year Honours in December 2007.

Outside of work his interests include Tottenham Hotspur Football Club, Music and Mini Coopers.

Alan has two daughters.

SELECTED FINANCIAL DATA

	31/12/01 £'000	31/12/02 £'000	31/12/03 £'000	31/12/04 £'000	31/12/05 £'000	31/12/06 £'000	31/12/07 £'000	31/12/08 £'000
Sales turnover	13,138,000	12,145,000	12,572,000	13,222,000	15,411,000	13,765,000	15,710,000	18,543,000
Profit (loss) before tax	70,000	(616,000)	233,000	730,000	591,000	894,000	1,273,000	2,408,000
Profit (loss) after tax	(128,000)	(686,000)	6,000	3,000	555,000	1,639,000	922,000	1,768,000
Shareholders' equity	6,625,000	5,665,000	5,591,000	2,655,000	2,788,000	4,134,000	6,002,000	7,234,000
Earnings (loss) per share Dividends per share	(5.1p) 9.0p	(23.2p) 9.2p	(0.5p) 9.2p	(0.6p) 9.5p	17.4p 10.3p	50.7p 11.3p	26.6p 12.8p	49.6p 14.5p

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