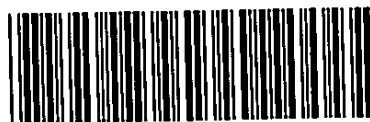


Company Number 2638853

BAE SYSTEMS EXECUTIVE PENSION SCHEME TRUSTEES LIMITED

ANNUAL REPORT AND ACCOUNTS
FOR THE YEAR ENDED 31ST DECEMBER 2010

WEDNESDAY



A10 *AUPL1VS2* 209
13/07/2011
COMPANIES HOUSE

Company Number 2638853

BAE SYSTEMS EXECUTIVE PENSION SCHEME TRUSTEES LIMITED

REPORT OF THE DIRECTORS

The Directors present their report for the year ended 31st December 2010

Activities

The company has not traded on its own account during the year

On 28th March 1995, the Company was appointed Trustee of the BAE Systems Executive Pension Scheme and since then it has acted in that capacity

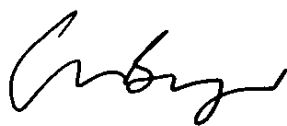
Directors

The Directors of the Company during the year and at the date of this report were

Mr C R Dickson
Mr P R Earl
Mr A J Gallagher
Mr A M Imrie

None of the Directors is due to retire from the Board under the provisions of the Company's Articles of Association

BY ORDER OF THE BOARD



G W Bayer
Secretary

Warwick House,
Farnborough Aerospace Centre,
Farnborough,
Hants
GU14 6YU

1 July 2011

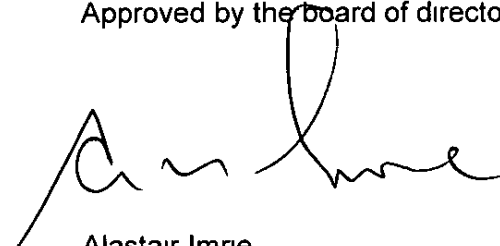
BAE SYSTEMS EXECUTIVE PENSION SCHEME TRUSTEES LIMITED

BALANCE SHEET AS AT 31ST DECEMBER 2010

	<u>2010</u>	<u>2009</u>
	<u>£</u>	<u>£</u>
Amount owed by group companies (Note 3)	<u>1000</u>	<u>1000</u>
Financed by		
Called up Share Capital		
Authorised, issued and fully paid 1000 Ordinary Shares of £1 each	<u>1000</u>	<u>1000</u>

- (a) For the year ended 31st December 2010 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies
- (b) Members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006
- (c) The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

Approved by the board of directors on 1 July 2011 and signed on their behalf by



Alastair Imrie

Director

The notes on page 4 form part of these accounts

Company Number 2638853

BAE SYSTEMS EXECUTIVE PENSION SCHEME TRUSTEES LIMITED

NOTES TO THE ACCOUNTS

1 Profit and Loss Account

The Company has not traded during the accounting period, has received no income and incurred no expenditure, and consequently has made neither a profit nor a loss. A profit and loss account has therefore not been prepared.

2 Directors' Emoluments

No Director received any emoluments from the Company during the year (2009 £nil)

3 Amount Owed by Group Companies

The amount owed by group companies is in respect of a loan to BAE Systems plc. The loan bears no interest and is repayable on demand.

4 Ultimate Holding Company

The ultimate holding company is BAE Systems plc, a company incorporated in Great Britain, and registered in England and Wales. Copies of the group accounts of BAE Systems plc, the largest and smallest group in which the results of the company are consolidated, can be obtained from 6 Carlton Gardens, London, SW1Y 5AD.