

LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - **All Filers Are Required To Complete This Page**

1. Registrant Name:

BAE SYSTEMS INC

2. Address:

1300 NORTH 17TH STREET, SUITE 1400, ARLINGTON, VA 22209

3. Principal place of business (if different from line 2):

4. Contact Name: ROBERT FITCH

Telephone: 7039078200

E-mail (optional): bob.fitch@baesystems.com

Senate ID #: 15907-12

House ID #:

7. Client Name: Self

TYPE OF REPORT

8. Year 2007 Midyear (January 1 - June 30): **OR** Year End (July 1 - December 31):

9. Check if this filing amends a previously filed version of this report:

10. Check if this is a Termination Report: => Termination Date: _____ 11. No Lobbying Activity:

INCOME OR EXPENSES

Complete Either Line 12 **OR** Line 13

12. Lobbying Firms

INCOME relating to lobbying activities for this reporting period was:

Less than \$10,000:

\$10,000 or more: => Income (nearest \$20,000): _____

Provide a good faith estimate, rounded to the nearest \$20,000, of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).

13. Organizations

EXPENSES relating to lobbying activities for this reporting period were:

Less than \$10,000:

\$10,000 or more: => Expenses (nearest \$20,000): 2,000,000.00

14. Reporting Method.

Check box to indicate expense accounting method. See instructions for description of options.

- Method A.** Reporting amounts using LDA definitions only
 Method B. Reporting amounts under section 6033(b)(8) of the Internal Revenue Code
 Method C. Reporting amounts under section 162(e) of the Internal Revenue Code

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: COM (one per page)

16. Specific lobbying issues:

HR 1/ S 4, Senate 9/11 Commission Implementation-Interoperability Issues HR 2638/S 1644, First Responder Communication Interoperability Issues

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ASHOOH, RICHARD

Covered Official Position (if applicable): N/A

Name: CUZZI, DAVID

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: DEF (one per page)

16. Specific lobbying issues:

H.R. 3222, FY08 Defense Appropriations, FY08 Funding levels across all service accounts HR 800/S 1041, Employee Free Choice Act
H.R. 1591/S 965, FY07 Supplemental Appropriations , C-17A, EW Jamming Systems HR 3074/S 1789, FY08 Transportation
Appropriations: Hybrid Electric Vehicle Drive Systems

17. House(s) of Congress and Federal agencies contacted:

Army, Dept of (Other)
Defense, Dept of (DOD)
HOUSE OF REPRESENTATIVES
Navy, Dept of
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ASHOOH, RICHARD
Covered Official Position (if applicable): N/A
Name: BURNS, JULIAN
Covered Official Position (if applicable): N/A
Name: CUZZI, DAVID
Covered Official Position (if applicable): N/A
Name: ELLIOTT, CHARLES
Covered Official Position (if applicable): N/A
Name: FITCH, ROBERT
Covered Official Position (if applicable): N/A
Name: FRASER, JAMES
Covered Official Position (if applicable): N/A
Name: GUY, JENNIFER
Covered Official Position (if applicable): N/A
Name: HESCHELES, HEATHER
Covered Official Position (if applicable): N/A
Name: MIKO, JOHN
Covered Official Position (if applicable): N/A
Name: STEWART, DOUGLAS
Covered Official Position (if applicable): N/A
Name: VESSELLA, CANDACE
Covered Official Position (if applicable): N/A
Name: WALLIN, R. DOUGLAS
Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY.

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: ENG (one per page)

16. Specific lobbying issues:

HR 3074/S 1789, FY08 Transportation Appropriations Bill: Hybrid-Electric Vehicle Drive Systems

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ASHDOH, RICHARD

Covered Official Position (if applicable): N/A

Name: FRASER, JAMES

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: GOV (one per page)

16. Specific lobbying issues:

HR 556/S 1610 CFIUS Reform Legislation Specialty Metals

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES

SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ASHDOH, RICHARD

Covered Official Position (if applicable): N/A

Name: CUZZI, DAVID

Covered Official Position (if applicable): N/A

Name: STEWART, DOUGLAS

Covered Official Position (if applicable): N/A

Name: VESSELLA, CANDACE

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY.

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: IMM (one per page)

16. Specific lobbying issues:

S. 4, Improving America's Security Act of 2007, Documentation and tracking requirements

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: VESSELLA, CANDACE

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: LBR (one per page)

16. Specific lobbying issues:

HR 800/S. 1041, Employee Free Choice Act of 2007, Unionization approval process

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ASHDOH, RICHARD

Covered Official Position (if applicable): N/A

Name: VESSELLA, CANDACE

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY.

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: RET (one per page)

16. Specific lobbying issues:

S. 349, Deferred Compensation, conditions placed on non-qualified plans

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: VESSELLA, CANDACE

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY.

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: TAX (one per page)

16. Specific lobbying issues:

S. 41 and S. 592, R&D Tax Credit and withholding tax on government contracts

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: VESSELLA, CANDACE

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS INC Client Name: Self

LOBBYING ACTIVITY.

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: TRD (one per page)

16. Specific lobbying issues:

Export Control Modernization

17. House(s) of Congress and Federal agencies contacted:

HOUSE OF REPRESENTATIVES
SENATE

18. Name of each individual who acted as a lobbyist in this issue area:

Name: VESSELLA, CANDACE

Covered Official Position (if applicable): N/A

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Signature: ON FILE Date: Feb 14, 2008

Printed Name and Title: ROBERT J. FITCH, SR. VICE PRES -

Information Update Page:

Complete ONLY where registration information has changed.

LOBBYIST UPDATE

23. Name of each previously reported individual who is NO LONGER expected to act as a lobbyist for the client

Name: LICHTENBAUM, PETER

Name: ROSE, JEFFREY

ISSUE UPDATE

24. General lobbying issues previously reported that NO LONGER pertain

AFFILIATED ORGANIZATIONS

25. Add the following organization(s)

26. Name of each previously reported organization that is NO LONGER affiliated with the registrant or client

FOREIGN ENTITIES

27. Add the following foreign entities

28. Name of each previously reported foreign entity the NO LONGER owns, OR controls, OR is affiliated with the registrant, client or affiliated organization

Signature: ON FILE Date: Feb 14, 2008

Printed Name and Title: -