

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):

Country: City: State/Zip(or Country):

4. Contact Name: ROBERT FITCH

Telephone: 703-907-8200

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

Senate ID #: 15907-12

House ID #: 31489000

7. Client Name: Self

TYPE OF REPORT

8. Year 2005 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): 1,560,000.00

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: AER (one per page)

16. Specific lobbying issues:

S. Con. Res. 25, Sense of the Congress regarding the application of Airbus for launch aid. (sections regarding punitive action)

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

U.S. Senate

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

Name: MIKO, JOHN

Covered Official Position (if applicable):

Name: VESSELLA, CANDACE

Covered Official Position (if applicable):

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:

HR 1817 and HR 2360, Dept. of Homeland Security Authorization and Appropriations Acts for FY06. (S&T Directorates Counter-MANPADS program); HR 2863, HR 1815 and S. 1042, Dept. of Defense Appropriations Act for FY06; Airborne Reconnaissance Systems, Hyperspectral Sensor Development, Radar Jamming Pods, Advanced Communications Systems, Hybrid Vehicle Technology, Advanced Flight Control Systems, Combat ID Development; Public Law 109-163, Public Law 109-148, Weapons and tracked combat vehicles, Navy funding, HR 2475 and S.1803 Intelligence Authorization bill (Title I)

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

House of Representatives
U.S. Senate
DOD
Dept. of Army
Dept. of Navy

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

Name: FRASER, JIM
Covered Official Position (if applicable):
Name: HENDRIX, JOHN
Covered Official Position (if applicable):
Name: HESCHELES, HEATHER
Covered Official Position (if applicable):
Name: MIKO, JOHN
Covered Official Position (if applicable):
Name: MULLETT, JOHN
Covered Official Position (if applicable):
Name: VESSELLA, CANDACE
Covered Official Position (if applicable):
Name: ZEPPIERI, CARLA
Covered Official Position (if applicable):

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: INS (one per page)

16. Specific lobbying issues:

HR 4314, S 467 Extension of the Terrorism risk Insurance Act (enactment date)

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

U.S. House of Representatives

U.S. Senate

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

Name: MIKO, JOHN

Covered Official Position (if applicable):

Name: VESSELLA, CANDACE

Covered Official Position (if applicable):

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:

HR 2830, the Pension Protection Act of 2005 and S 1783, the Pension Security and Transparency Act of 2005. (provisions regarding corporate obligations to the PBGC)

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

U.S. Senate

U.S. House of Representatives

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

Name: MIKO, JOHN

Covered Official Position (if applicable):

Name: VESSELLA, CANDACE

Covered Official Position (if applicable):

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:

Trade policy/Export license issues, Enforcement of multilateral agreements

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

U.S. House of Representatives

U.S. Senate

DDD

Dept. of Commerce

Dept. of State

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

Name: HENDRIX, JOHN

Covered Official Position (if applicable):

Name: MULLETT, JOHN

Covered Official Position (if applicable):

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

Signature: ON FILE Date: Feb 10, 2006

Printed Name and Title: Robert J. Fitch, Sr. Vice President, Government Re -

Registrant Name: BAE SYSTEMS , INC. Client Name: Self

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: Hendrix, John
Name: Zeppieri, Carla

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

Name:
Name:
Name:
Name:
Name:

Signature: ON FILE Date: Feb 10, 2006

Printed Name and Title: ROBERT J. FITCH, SR. VICE PRESIDENT, GOVERNMENT RE -