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COMPANIES FORM No. 88(2)(Rev 1988)

Return of allotments of shares

88(2)

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

Please do not
write in this
margin

To the Registrar of Companies (address overleaf)
(see note 1)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

Please complete
legibly, preferably
in black type, or
bold block lettering

Company number

497098

* insert full name
of company

1. Name of company

*RACAL ELECTRONICS PLC

r distinguish
between
ordinary
preference, etc.

2. This section must be completed for all allotments

Description of shares †	ORDINARY		
A Number allotted	12622		
B Nominal value of each	£ 0.25	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.05	£	£

is complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 5 July 19 96] \$, or

(b) [from _____ 19 _____ to _____ 19 _____] \$

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)

D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

NOTES

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presentor's name address, telephone
number and reference (if any):

BR/CL/TP/SP/MJP

For official use

Post room



4. Names and addresses of the allottees

Please do not
write in the
margin

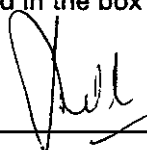
Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ALAN SOWERBY ESQ	3924		
65 COPPICE LANE			
SHORT HEATH			
WILLENHALL			
WEST MIDLANDS			
WV12 5RT			
MATTHEW WALTER ROSEKILLY ESQ	1121		
10 OLD BINCOMBE LANE			
SUTTON POYNTZ			
WEYMOUTH			
DORSET DT3 6NB			
GORDON AUERBACH ESQ	3941		
33 OCEAN HEIGHTS			
22 BOSCOMBE CLIFF ROAD			
BOURNEMOUTH			
DORSET BH5 1LA			
PETER LAMBERT ROWE ESQ	3636		
PINE GLEN			
DAVIA STREET			
HARVEL			
MEOPHAM			
KENT DA13 0BT			
Total	12622		

Please complete
legibly, preferably
in black type, or
bold block lettering

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

‡ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed


Designation ‡ Alison Cuthbert Secretary Date 10.7.06

Companies registered in England and Wales
or Wales should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

Companies registered in Scotland
should deliver this form to:-

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ