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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)

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

(REVISED 1988)

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

Please do not
write in this
margin

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

Company number

497098

1. Name of company

* insert full name
of company

* RACAL ELECTRONICS PLC

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Description of shares †	ORDINARY	ORDINARY	ORDINARY
A Number allotted	5,050	96,450	1,522
B Nominal value of each	£ 0.25	£ 0.25	£ 0.25
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.14	£ 1.305	£ 1.05

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 15 MARCH 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.

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

For official use

Post room

BR/CL/RDA/SD

BARCLAYS
34 BECKENHAM ROAD
BECKENHAM
BR 2 4TH



4. Names and addresses of the allottees

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
JOHN WILLINS ARTHUR ESQ	11,000		
85 HILLVIEW ROAD			
CORSTORPHINE			
EDINBURGH			
EH12 8QE			
PETER MONTAGUE BUTCHER ESQ	20,200		
THE MEWS			
HILL PLACE			
CHOBHAM ROAD			
KNAPHILL			
WOKING			
SURREY			
GU21 2TU			
PATRICK LEO GALLAGHER ESQ	40,000		
THATCH HOUSE			
WINDSOR ROAD			
CHOBHAM			
SURREY GU24 8LA			
ROGER ANDREW MCKINLAY ESQ	11,700		
54 BARN MEADOW LANE			
BOOKHAM			
SURREY,			
KT23 3EY			
Total	103,022		

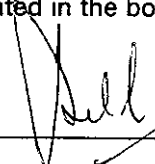
Please complete
legibly, preferably
in black type, or
bold block lettering

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:

1

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

Signed



Designation†

Assistant Company Secretary Date 21.3.96

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

Please do not
write in this
margin.

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

[illegible]

1

Assistant
[Director] [Secretary] *

* Delete as appropriate