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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)

(REVISED 1988)

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

Please do not write in this margin

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

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.

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

BR/CL/RDA/SD

BARCLAYS
34 BECKENHAM ROAD
BECKENHAM

For official use

Post room

KLO *KV5Y1KSV* 1888
COMPANIES HOUSE 17/04/96

4. Names and addresses of the allottees

Please do not write in the margin

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

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		

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

Signed _____ Designation‡ Assistant Company Secretary Date 21 · 3 · 96

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

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

Names and address of allottees

Please do not write in this margin.

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

Names and Addresses	Number of shares allotted		
	Ordinary	Pref	Other
RAYMOND WALTER ALLEN ESQ	18,600		
"TALLY HO"			
THE COOMBE			
STREATLEY			
BERKSHIRE			
RG8 9QT			
Ms. Margaret Elizabeth Wyatt	1,522		
82 Hoyle Street,			
Bewley,			
Winnington, Cheshire			
WA5 5LR.			

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

Signed [~~Director~~] [Assistant Secretary]*

* Delete as appropriate