

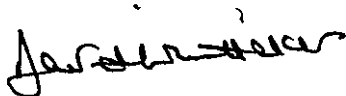
Company No: 497098

RACAL ELECTRONICS PLC

At the Annual General Meeting of the Members of the above named Company, duly convened and held at Le Meridien Waldorf Hotel, Aldwych, London WC2 on 16 October 1998, the following Resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

THAT the power conferred on the directors by Article 6(c) of the Company's Articles of Association be renewed for the period ending on the date of the Annual General Meeting in 1999 and that for such period the Section 89 amount shall be £3,625,000.



.....  
D Whittaker, Solicitor  
Director and Company Secretary

JB191005

