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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)

Company Number
497098

1 Name of company

* Insert full name of company

RACAL ELECTRONICS PLC

2. This section must be completed for all allotments

‡Description of shares	ORDINARY		
A Number allotted	659		
B Nominal value of each	£0.25		
C Total amount (if any) paid or due and payable on each share (including premium if any)	£3.85		

‡ Distinguish between ordinary preference, etc

Date(s) on which the shares were allotted

(a) [on 8TH JANUARY 1999 § or

(b) [from _____ 19 _____ to _____ 19 _____]§

§. Complete (a) or (b) as appropriate

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 _____

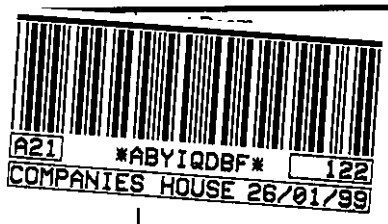
Note

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):

IRG/TP/SP/MM

For official use9



4. Names and addresses of the allottees

Please do not write in the margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
BRADFORD & BINGLEY (PEPS) NOMINEES LTD P O BOX 50 BINGLEY WEST YORKSHIRE BD16 2LW	659		
Total:-	659		

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

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

Signed _____ Designation** Assistant Company Secretary Date 15.1.99

**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 3D