Please do not write in this margin

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

* insert full name of company

f Distinguish between ordinary preference, etc

§ Complete (a) or (b) as appropriate

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

Return of allotments of shares

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

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

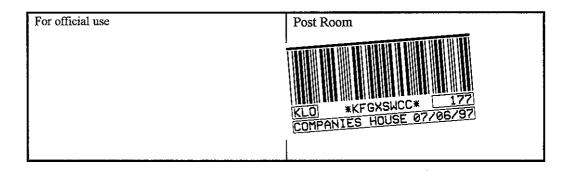
(REVISED 1988) This form replaces forms PUC2, PUC3 and 88(2)

omnany Number

		497098		
1. Name of company				
* RACAL ELECTRONICS PLC				
			,	
This section must be completed for all allotments				
fDescription of shares	ORDINARY			
A Number allotted	129			
B Nominal value of each	£0.25	£	£	
C Total amount (if any) paid or due and payable on each share (including premium if any)	£2.18	£	£	
Date(s) on which the shares were allotted				
(a) [on 23rd May 1997]§, or (b) [from 19 19 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 foll (see notes 2 & 3)	owing information	on must be	e given	
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				
 This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment. 				
 If the allotment is wholly or partly other than for cash, the containing the information at D & E. The company may detect the delivery of the information must be accompanied by the 88(2) (b) of the Act or by the duly stamped prescribed part 88(3)) Details of bonus issues should be included only in section 	eliver this inform e duly stamped iculars required	ation by contract re	ompleting D & E and equired by section	

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

IRG/TP/JA



Page 1

Please do not virite in the margin

Number of shares allotted Please complete Names and Addresses Ordinary Preference Other legibly, preferably in black type, or BRADFORD & BINGLEY (PEPS) NOMINEES LTD bold block lettering 129 PO BOX 50 BINGLEY WEST YORKSHIRE BD16 2LW 129 **Total** Where the space given in this form is inadequate, continuation **Insert Director, Secretary Administrator sheets should be used and the number of sheets attached should be indicated in the box opposite: Administrative Receiver, or Receiver Designation** Assume Comban Season 3.6.97 Signed Date

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