

**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

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

**1 Name of company**

RACAL ELECTRONICS PLC

\* Insert full name  
 of company

**2. This section must be completed for all allotments**

| Description of shares  | ORDINARY |  |  |
|--|----------|--|--|
| A Number allotted  | 74       |  |  |
| B Nominal value of each  | £0.25    |  |  |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | £3.39    |  |  |
|  |          |  |  |

-fDistinguish  
 between  
 ordinary  
 preference, etc

**Date(s) on which the shares were allotted**

(a) [on 17TH APRIL 1998] \$, 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.

\$ Complete  
 (a) or (b) as  
 appropriate

**3. If the allotment is wholly or partly other than for cash the following information must be given  
 (see notes 2 & 3)**

|  |  |  |  |
|--|--|--|--|
| <b>D</b> Extent to which each share is to be treated as paid up<br>Please use percentage |  |  |  |
| <b>E</b> 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/CW

For official use9

Post Room

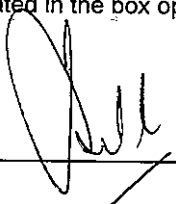


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 COMPANIES HOUSE 01/05/98

## 4. Names and addresses of the allottees

Please do not write  
in the margin

| Names and Addresses  | Number of shares allotted |            |       |
|--|---------------------------|------------|-------|
|  |                           | Preference | Other |
| BRADFORD & BINGLEY (PEPS) NOMINEES LTD<br>P O BOX 50 BINGLEY<br>WEST YORKSHIRE<br>BD16 2LW | 74                        |            |       |
|  |                           |            |       |
|  |                           |            |       |
|  |                           |            |       |
|  |                           |            |       |
|  |                           |            |       |
| Total  | 74                        |            |       |

Please complete  
legibly, preferably  
in black type, or  
bold block letteringWhere 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:
\*\*Insert Director, Secretary  
Administrator  
Administrative Receiver, or  
Receiver (Scotland)  
as appropriateSigned  Designation\*\* Assistant General Secretary Date 24.4.98Companies registered in England and Wales  
or Wales should deliver this form to:The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF4 3UZCompanies Registered in Scotland  
should deliver this form to:The Registrar of Companies  
Companies House  
100-102 George Street  
Edinburgh  
EH2 3DJ