

SPECIAL RESOLUTION ON INCREASE IN NOMINAL CAPITAL  
COMPANIES ACTS

COMPANY NUMBER 590083

COMPANY NAME British Airways Associated Companies Limited

At an Extraordinary General Meeting of the members of the above named Company,  
duly convened and held at:

Waterside, P O Box 365, Harmondsworth, UB7 0GB

on 15 July 1999

the following ORDINARY RESOLUTION was duly passed, viz:-


That the capital of the Company be and is hereby increased

from £140,000,000 to £200,000,000 by the creation of:

60,000,000 Ordinary Shares of £1.00 each

THAT the Directors be and are hereby generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 to exercise for the period ending five years from the date of passing of this Resolution all the powers of the Company to allot and to make offers or agreement to allot relevant securities to an aggregate nominal amount of £200, 000,000

Signature

  
\_\_\_\_\_  
Chairman, ~~Director~~, Company Secretary or ~~Officer of the Company~~

Notes:

- Please delete as appropriate.

