COMPANIES FORM No. 123

Notice of increase in nominal capital

123

CHFP055

Please do not write in this margin

Pursuant to section 123 of the Companies Act 1985

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

To the Registrar of Companies

Company Number

3146958

Name of Company

(Address overleaf)

* insert full name of company

* BAE SYSTEMS-IFS Ltd

gives notice in accordance with section 123 of the above Act that by resolution of the company

§ the copy must be printed or in some other form approved by the registrar

dated 16 September 2000 the nominal capital of the company has been increased by £9,000.000 beyond the registered capital of £1,000.000.

A copy of the resolution authorising the increase is attached. §

The conditions (e.g. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows:

pari passu.

‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Please tick here if

continued overleaf



BLUEPRINT

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

Mrs L Goodge **BAE SYSTEMS plc** Warwick House **PO Box 87 Farnborough Aerospace Centre** Farnborough Hants GU14 6YU

For official use General Section

Designation ‡

Post room COMPANIES HOUSE 24/10/00

Form 123 continuation

Company Number 3146958

The conditions (e.g. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows (continued):