

No. 1777777

The Companies Act 1985

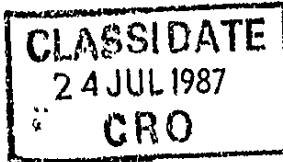
COMPANY LIMITED BY SHARES

Special Resolution

of

BRITISH AIRWAYS Plc

Passed 29th June 1987



At a GENERAL MEETING of the above named Company, duly convened and held at The Royal Albert Hall, Knightsbridge, London, SW7 on Monday the twenty-ninth day of June 1987, the following RESOLUTION was duly passed as a SPECIAL RESOLUTION, namely:

That:

a the proviso to Article 11(B)(i) of the Company's Articles of Association be amended to read:

"provided that the aggregate nominal amount of the equity securities allotted wholly for cash during such period otherwise than in connection with a rights issue shall not exceed two and one half per cent of the nominal amount of the ordinary share capital in issue at the beginning of such period;"

b there shall be added to Article 11(B)(iv) of the Company's Articles of Association the following new paragraph (b):

"(b) the nominal amount of any equity securities shall be taken to be, in the case of rights to subscribe for or convert any securities into shares of the Company, the maximum nominal amount of such shares which may fall to be allotted pursuant to such rights;"

and the existing paragraphs (b) and (c) shall be redesignated as paragraphs (c) and (d) respectively;
and

c the authority and power conferred on the Directors by Article 11(B) of the Company's Articles of Association (as amended) be renewed for the period ending on the date of the Annual General Meeting in 1988 (or on 30 September 1988 if earlier) and for such period 'the prescribed amount' shall be £59,950,000.

Lord King of Wartnaby
Chairman

