

COMPANY NO. 177777

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION
OF

BRITISH AIRWAYS Plc

At the General Meeting of the above-named Company duly convened and held at Waterside, PO Box 365, Harmondsworth, UB7 0GB on Friday 21 January 2011, the following Resolution was duly passed as a Special Resolution:-

THAT the articles of association of the Company be amended by the insertion, as Article 37A, of the following

Without prejudice to any other power the Directors may have under these Articles or otherwise, the Directors shall have the power to approve and register the transmission or transfer of a share in consequence of any event giving rise to such transfer or transmission by operation of law if such event is proved to the satisfaction of the Directors and to enter in the Register of Members any person who is entitled to a share in consequence of such event, including the transmission or transfer of shares to

- (a) Iberia, Líneas Aéreas de España Sociedad Anónima Operadora as a consequence of the hive-down under Spanish law of all of Iberia's assets and liabilities (other than Iberia's rights and obligations under the merger agreement between the Company and Iberia dated 8 April 2010), and
- (b) IAG as a consequence of the Merger (as each term is defined in Article 156)

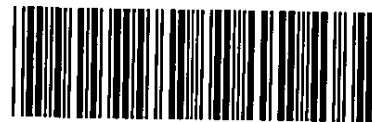
Signed



Alan Buchanan
Company Secretary
21 January 2011

Date

FRIDAY



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COMPANIES HOUSE