

COMPANY NO 1777777

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
BRITISH AIRWAYS Plc

At the Annual General Meeting of the above-named Company duly convened and held at the Queen Elizabeth II Conference Centre, London on Tuesday 15 July 2008, the following Resolution was duly passed as a Special Resolution -

that the Company be and is hereby generally and unconditionally authorised for the purposes of Section 166 of the Companies Act 1985 to make market purchases (within the meaning of Section 163(3) of the Companies Act 1985) of its ordinary shares upon and subject to the following conditions

- (i) the maximum number of ordinary shares which are authorised to be purchased shall be such number as represents 10 per cent of the aggregate nominal amount of the Company's issued ordinary share capital as at the date of the passing of this resolution,
- (ii) the maximum price, exclusive of any expenses, which may be paid for any ordinary share shall be the higher of
 - a) an amount equal to 105 per cent of the average of the middle market quotations for the Company's ordinary shares as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the date on which such shares are contracted to be purchased, and
 - b) the higher of the price of the last independent trade and the highest current independent bid on the London Stock Exchange Daily Official List at the time that the purchase is carried out
- (iii) the minimum price, exclusive of any expenses, which may be paid for any ordinary share shall not be less than the nominal value of such ordinary share at the time of the purchase, and
- (iv) the authority conferred by this resolution shall, unless renewed prior to such time, expire on the date falling 15 months after the passing of this resolution or, if earlier, at the conclusion of the next Annual General Meeting of the Company save that the Company may before such expiry enter into a contract of purchase under which such purchase may be completed or executed wholly or partly after the expiry of this authority

Signed



Alan Buchanan
Company Secretary
17 July 2008

Date

THURSDAY



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24/07/2008
COMPANIES HOUSE