

**Companies Act 1985
Company Limited by Shares
Special Resolution**



Company Number 1777777

BRITISH AIRWAYS Plc

At the Annual General Meeting of the members of the above named company duly convened and held at The Barbican Centre, Silk Street, London EC2 on 14 July 1998

the following **SPECIAL RESOLUTION** was duly passed, viz:-

THAT Article 75 be amended by adding the words 'Subject to Article 75A' at the beginning and by inserting after the words 'the definition of Exempted Share in Article 44', the new words 'or, as provided in Article 75A, if such corporation is a Nominee acting in its capacity as such' and that the following new Article be added after Article 75 -

'Article 75

- (a) For the purposes of these Articles 'Investor' means a person, not being a registered shareholder, having an Interest in any shares in the Company and 'Nominee' means a registered shareholder holding shares on behalf of an Investor.
- (b) A Nominee shall be entitled to appoint more than one Investor as its representative or to appoint a representative in respect of part or parts of its holding provided that the Company receives from the Nominee, not more than 7 days before and not less than 48 hours before the time fixed for the meeting, a notice in a form reasonably acceptable to the Directors stating:
 - (i) that the Investor is authorised to represent the Nominee at the relevant meeting;
 - (ii) the part of the Nominee's holding to which the authorisation relates, being the number of shares of which the Nominee is the registered holder in which the Investor is interested; and
 - (iii) that the Nominee has not and will not appoint any other person as its representative, except in respect of other shares of which the Nominee is the registered holder.'

Signed: *Yoridama*

Company Secretary

17 July 1998