

No. 1777777

The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

of

BRITISH AIRWAYS Plc

Passed 17 July 1990

At the ANNUAL GENERAL MEETING of the above named Company, duly convened and held at the Barbican Centre Silk Street, London EC2 on Tuesday the seventeenth day of July 1990, the following RESOLUTION was duly passed as a SPECIAL RESOLUTION, namely:

THAT

subject to the approval of the Board of the Inland Revenue, the amendments to the British Airways Executive Share Option Scheme 1987 and the British Airways US Executive Share Option Plan 1987 ("the Schemes") contained in the respective revised Rules of the Schemes produced to the meeting and for the purpose of identification initialled by the Chairman be approved, subject to such modification of those amendments to the Rules of the Schemes as the directors may consider necessary (or as may be consequential) to obtain the approval of the Board of the Inland Revenue and the Directors be authorised to do all acts and things necessary to carry such amendment and modification (if any).

CERTIFIED TRUE COPY

R J Ayling

R J Ayling
Company Secretary