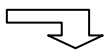


THALES S.A INLAND REVENUE APPROVED SHARE INCENTIVE PLAN (SIP)

Transfer Of Shares Instruction Form

Please read BOTH sides of this form carefully and refer to your Plan Explanatory Guide, which gives further details regarding share transfers. You MUST fully complete all Sections. **Incomplete or incorrect forms cannot be processed and will be returned.**

YOUR INSTRUCTION:

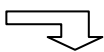
TICK ONE BOX 

Please tick **ONE** box to indicate the number of shares to be transferred. The shares will be transferred into your name and an account at Societe Generale, Paris, will be created.

A	All available shares which are not subject to Income Tax and National Insurance	
B	All available shares including those subject to Income Tax and National Insurance	
C	Please transfer the following number of shares: (Please print number on the lines below) <div style="text-align: right; margin-top: 10px;">(Words)</div> <hr style="width: 60%; margin: 0 auto;"/> <div style="text-align: right; margin-top: 10px;">(Numbers)</div> <hr style="width: 60%; margin: 0 auto;"/>	If you tick Box C, please also enter the number of shares in words and figures and consult Note 2 overleaf. Do not enter a number unless you have ticked Box C.

Please tick **ONE** box to indicate your choice (Please refer to note 4 overleaf).

INCOME TAX AND NATIONAL INSURANCE LIABILITY

TICK ONE BOX 

Choice 1	
Choice 2	

PLAN MEMBER'S DETAILS:

Please complete clearly the following details in BLOCK CAPITALS.

Title	
First names	
Surname	
Marital Status (i.e. single, married, widow, divorced)	
Maiden Name (if different to surname)	
National Insurance Number	
Date of Birth	
Place of Birth	
Nationality	
Home Address	

Please sign and date this form

I hereby instruct the Plan Trustee to act on behalf as set out above. I understand that this instruction is irrevocable.

Signed Date

I confirm that I have enclosed a copy of my passport in order to confirm my identity for Societe Generale (please see note 6 overleaf)

NOTES

1. Please complete this form and send it directly to the Plan Trustee by post or fax to the following address:

EES Trustees Limited, Thales S.A. Inland Revenue Approved Share Incentive Plan, PO Box 2948, 1E High Street, Purley CR8 2UQ.

2. Applicable to instructions by facsimile only:

If you wish to send your instruction by fax you should do so using the fax number below. All facsimile instructions are sent at your own risk and are only valid when received by the Trustee in a legible condition. The Trustee cannot be held responsible for non-receipt of a fax even if the participant has a confirmation from his/her fax machine.

NOTE: Do not post the original instruction form in addition to a faxed copy as this may result in duplication of your instruction and the resultant costs will therefore be for your account. Should you experience any difficulty in reaching the Trustee on the fax number provided, you should telephone the Thales Help-Line number or email the Thales email address:

Tel : +44 (0)20 8676 2571

Fax : +44 (0)20 8676 2647

Email:thales-ess@computershare.co.uk

3. Applicable only when Box A overleaf has been ticked

The Trustees will instigate the transfer within five working days of receipt for shares which are not subject to income tax and NIC.

4. Applicable only when Box B overleaf has been ticked

Choice 1

You can elect to pay the Income Tax and National Insurance liability directly to Thales, in which case we will obtain from Thales confirmation of the amount that you need to pay. We will then advise you in writing of this amount and once we have received confirmation that settlement has been made to Thales, we will proceed with your transfer instruction.

Choice 2

You can instruct us to sell sufficient shares to meet your Income Tax and National Insurance liability. The balance of shares remaining will be transferred into your direct ownership.

5. Applicable only when Box C overleaf has been ticked

If the Plan Trustee is unable under the rules of the Plan to transfer the total number of shares, they will transfer as many shares as possible.

If you request the Plan Trustee to transfer any shares that are subject to Income Tax and National Insurance, the Plan Trustee will advise you, in writing, of the total amount payable. This amount must be forwarded to Thales prior to the transfer being actioned.

6. Please enter the personal details required overleaf and provide a photocopy of your passport in order that a custody account may be opened on your behalf by Societe Generale.
7. If you want to transfer your shares into a Custodian account, other than with Societe Generale please contact the Trustee for information.
8. Please note that once the shares are withdrawn from the Plan, the Trustee has no further involvement with those shares. If you subsequently wish to sell the shares you must contact (custodian).
9. If you remove shares from the Trust and continue to hold them, the base cost for Capital Gains tax purposes will be the market value of the shares when they are removed from the Plan.