SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10Q

(Mark one)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 or 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period ended July 31, 2002

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 or 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from __________ to __________

Commission File No. 1-8061

FREQUENCY ELECTRONICS, INC.
(Exact name of Registrant as specified in its charter)

Delaware	11-1986657
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
55 CHARLES LINDBERGH BLVD., MITCHEL FIELD, N.Y.	11553
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: 516-794-4500

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No __

APPLICABLE ONLY TO CORPORATE ISSUERS:

The number of shares outstanding of Registrant's Common Stock, par value $1.00 as of September 6, 2002 - 8,343,013

Frequency Electronics, Inc. and Subsidiaries

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Frequency Electronics, Inc. and Subsidiaries
Condensed Consolidated Balance Sheets

	July 31, 2002 (UNAUDITED)	April 30, 2002 (NOTE A)
	(In thousands)	
ASSETS:		
Current assets:		
Cash and cash equivalents	$ 4,334	$ 5,383
Marketable securities	29,789	30,848
Accounts receivable, net of allowance for doubtful accounts of $124	10,758	11,725
Inventories	21,580	19,601
Deferred income taxes	4,165	3,645
Prepaid expenses and other	2,275	2,678
Total current assets	72,901	73,880
Property, plant and equipment, at cost, less accumulated depreciation and amortization	11,460	11,361
Deferred income taxes	134	280
Goodwill	5,631	4,938
Other assets	5,603	5,552
Total assets	$95,729	$96,011

See accompanying notes to condensed consolidated financial statements.

Frequency Electronics, Inc. and Subsidiaries
Condensed Consolidated Balance Sheets (Continued)

	July 31, 2002 (UNAUDITED)	April 30, 2002 (NOTE A)
	(In thousands)	
LIABILITIES AND STOCKHOLDERS' EQUITY:		
Current liabilities:		
Accounts payable - trade	$ 2,328	$ 2,359
Accrued liabilities and other	3,896	5,290
Total current liabilities	6,224	7,649
Deferred compensation	6,588	6,496
Other liabilities	11,318	11,300
Total liabilities	24,130	25,445
Minority interest in subsidiary	216	224
Stockholders' equity:		
Preferred stock - $1.00 par value	-0-	-0-
Common stock - $1.00 par value	9,164	9,164
Additional paid-in capital	43,152	43,077
Retained earnings	20,450	20,939
	72,766	73,180
Common stock reacquired and held in treasury -at cost, 831,505 shares at July 31, 2002 and 830,074 shares at April 30, 2002	(2,841)	(2,806)
Other stockholders' equity	(116)	(116)
Accumulated other comprehensive income	1,574	84
Total stockholders' equity	71,383	70,342
Total liabilities and stockholders' equity	$95,729	$96,011

See accompanying notes to condensed consolidated financial statements.

Frequency Electronics, Inc. and Subsidiaries
Condensed Consolidated Statements of Operations

Three Months Ended July 31,
(Unaudited)

	2002	2001
	(In thousands except per share data)	
Net sales	$ 6,828	$11,070
Cost of sales	4,773	7,000
Gross margin	2,055	4,070
Selling and administrative expenses	2,053	2,215
Research and development expense	983	1,113
Operating (loss) profit	(981)	742
Other income (expense):		
Investment income	355	517
Interest expense	(72)	(78)
Other income (expense), net	7	1
(Loss) Income before minority interest and provision for income taxes	(691)	1,182
Minority interest in loss of consolidated subsidiary	(10)	(8)
(Loss) Income before provision for income taxes	(681)	1,190
(Benefit) Provision for income tax	(192)	370
Net (loss) income	$ (489)	$ 820
Net (loss) income per common share		
Basic	$ (0.06)	$ 0.10
Diluted	$ (0.06)	$ 0.10
Average shares outstanding		
Basic	8,373,567	8,332,557
Diluted	8,373,567	8,551,214

See accompanying notes to condensed consolidated financial statements.

Frequency Electronics, Inc. and Subsidiaries
Condensed Consolidated Statements of Cash Flows

Three Months Ended July 31,
(Unaudited)

	2002	2001
	(In thousands)	
Cash flows from operating activities:		
Net (loss) income	$ (489)	$ 820
Non-cash charges to earnings	827	323
Insurance reimbursement	-	3,000
Net changes in assets and liabilities	(635)	(2,516)
Net cash (used in) provided by operating activities	(297)	1,627
Cash flows from investing activities:		
Sale (Purchase) of marketable securities -net	463	1,448
Other - net	(239)	(741)
Net cash provided by investing activities	224	707
Cash flows from financing activities:		
Dividends paid	(833)	(829)
Other - net	(306)	(543)
Net cash used in financing activities	(1,139)	(1,372)
Net (decrease) increase in cash and cash equivalents before effect of exchange rate changes	(1,212)	962
Effect of exchange rate changes on cash and cash equivalents	163	(40)
Net (decrease) increase in cash and cash equivalents	(1,049)	922
Cash at beginning of period	5,383	2,121
Cash at end of period	$ 4,334	$ 3,043

See accompanying notes to condensed consolidated financial statements.

Frequency Electronics, Inc. and Subsidiaries
Notes to Condensed Consolidated Financial Statements
(Unaudited)

NOTE A - CONSOLIDATED FINANCIAL STATEMENTS

In the opinion of management of the Company, the accompanying unaudited condensed consolidated interim financial statements reflect all adjustments (which include only normal recurring adjustments) necessary to present fairly, in all material respects, the consolidated financial position of the Company as of July 31, 2002 and the results of its operations and cash flows for the three months ended July 31, 2002 and 2001. The April 30, 2002 condensed consolidated balance sheet was derived from audited financial statements. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. It is suggested that these condensed consolidated financial statements be read in conjunction with the financial statements and notes thereto included in the Company's April 30, 2002 Annual Report to Stockholders. The results of operations for such interim periods are not necessarily indicative of the operating results for the full year.

NOTE B - EARNINGS PER SHARE

Reconciliation of the weighted average shares outstanding for basic and diluted Earnings Per Share are as follows:

	Three months ended July 31, 2002	2001
Basic EPS Shares outstanding (weighted average)	8,373,567	8,332,557
Effect of Dilutive Securities	***	218,657
Diluted EPS Shares outstanding	8,373,567	8,551,214

*** Dilutive securities are excluded for the three month period ended July 31, 2002 since the inclusion of such shares would be antidilutive due to the net loss for the quarter then ended.

Options to purchase 85,000 shares of common stock were outstanding during the three months ended July 31, 2001, but were not included in the computation of diluted earnings per share. Since the exercise price of these options was greater than the average market price of the Company's common shares during the period, their inclusion in the computation would have been antidilutive. Consequently, these options are excluded from the computation of earnings per share.

NOTE C - ACCOUNTS RECEIVABLE

Accounts receivable at July 31, 2002 and April 30, 2002 include costs and estimated earnings in excess of billings on uncompleted contracts accounted for on the percentage of completion basis of approximately $1,840,000 and $2,027,000, respectively. Such amounts represent revenue recognized on long-term contracts that had not been billed at the balance sheet dates. Such amounts are billed pursuant to contract terms.

NOTE D - INVENTORIES

Inventories, which are reported net of reserves of $3,286,000 and $2,941,000 at July 31, 2002 and April 30, 2002, respectively, consist of the following:

	July 31, 2002	April 30, 2002
	(In thousands)	
Raw materials and Component parts	$ 8,701	$ 8,946
Work in progress and Finished goods	12,879	10,655
	$21,580	$19,601

NOTE E - -COMPREHENSIVE INCOME

For the three months ended July 31, 2002 and 2001, total comprehensive income was $1,001,000 and $7,000, respectively.

NOTE F - SEGMENT INFORMATION

The Company operates under three reportable segments:

1. Commercial communications - consists principally of time and frequency control products used in two principal markets- commercial communication satellites and terrestrial cellular telephone or other ground-based telecommunication stations.
2. U.S. Government - consists of time and frequency control products used for national defense or space-related programs.
3. Gillam-FEI - the products of the Company's Belgian subsidiary consist primarily of wireline synchronization and network monitoring systems.

The table below presents information about reported segments with reconciliation of segment amounts to consolidated amounts as reported in the statement of operations or the balance sheet for each of the periods (in thousands):

	Three months ended July 31, 2002	Three months ended July 31, 2001
Net sales:		
Commercial Communications	$ 3,177	$ 8,191
U.S. Government	1,815	983
Gillam-FEI	1,944	2,100
less intercompany sales	(108)	(204)
Consolidated Sales	$ 6,828	$11,070
Operating (loss) profit:		
Commercial Communications	$ (933)	$ 1,258
U.S. Government	379	213
Gillam-FEI	(284)	(383)
Corporate	(143)	(346)
Consolidated Operating (Loss) Profit	$ (981)	$ 742

	As of July 31, 2002	As of April 30, 2002
Identifiable assets:		
Commercial Communications	$21,031	$21,101
U.S. Government	3,793	3,176
Gillam-FEI	19,326	17,956
less intercompany balances	(1,117)	(1,575)
Corporate	52,696	55,353
Consolidated Identifiable Assets	$95,729	$96,011

NOTE G. Recently Issued Accounting Pronouncements

In July 2002, the FASB issued Statement No. 146 ("SFAS No. 146), "Accounting for Costs Associated with Exit or Disposal Activities." SFAS No. 146 addresses significant issues regarding the recognition, measurement, and reporting of costs that are associated with exit and disposal activities, including restructuring activities that are currently accounted for pursuant to the guidance that the Emerging Issues Task Force ("EITF") has set forth in EITF Issue No. 94-3, "Liability Recognition for

Certain Employee Termination Benefits and Other Costs to Exit an Activity (including Certain Costs Incurred in a Restructuring)." SFAS No.146 revises the accounting for certain lease termination costs and employee termination benefits, which are generally recognized in connection with restructuring activities. The provisions of SFAS No.146 are effective for exit or disposal activities that are initiated after December 31, 2002. The Company does not anticipate that the adoption of SFAS No. 146 will have a material impact on its consolidated financial statements

Item 2

Management's Discussion and Analysis of Financial Condition and Results of Operations

Critical Accounting Policies and Estimates

The Company's significant accounting policies are described in Note 1 to the consolidated financial statements included in the Company's April 30, 2002 Annual Report to Stockholders. The Company believes its most critical accounting policies to be the recognition of revenue and costs on production contracts and the valuation of inventory.

Revenue Recognition

Revenues under larger, long-term contracts, generally defined as orders in excess of $100,000, are reported in operating results using the percentage of completion method. For U.S. Government and other fixed-price contracts that require initial design and development of the product, revenue is recognized on the cost-to-cost method. Under this method, revenue is recorded based upon the ratio that incurred costs bear to total estimated contract costs with related cost of sales recorded as the costs are incurred. Each month management reviews estimated contract costs. The effect of any change in the estimated gross margin percentage for a contract is reflected in revenues in the period in which the change is known. Provisions for anticipated losses on contracts are made in the period in which they become determinable.

On production-type contracts, revenue is recorded as units are delivered with the related cost of sales recognized on each shipment based upon a percentage of estimated final contract costs. Changes in job performance may result in revisions to costs and income and are recognized in the period in which revisions are determined to be required. Provisions for anticipated losses on contracts are made in the period in which they become determinable.

For contracts in the Company's Gillam-FEI segment, and smaller contracts or orders in the other business segments, sales of products and services to customers are reported in operating results based upon shipment of the product or performance of the services pursuant to contractual terms. When payment is contingent upon customer acceptance of the installed system, revenue is deferred until such acceptance is received.

Contract Costs

Contract costs include all direct material, direct labor costs, manufacturing overhead and other direct costs related to contract performance. Selling, general and administrative costs are charged to expense as incurred.

Inventory

In accordance with industry practice, inventoried costs contain amounts relating to contracts and programs with long production cycles, a portion of which will not be realized within one year. Inventory reserves are established for slow-moving and obsolete items and are based upon management's experience and expectations for future business. Any changes in reserves arising from revised expectations are reflected in cost of sales in the period the revision is made.

Recently Issued Accounting Pronouncements

In July 2002, the FASB issued Statement No. 146 ("SFAS No. 146), "Accounting for Costs Associated with Exit or Disposal Activities." SFAS No. 146 addresses significant issues regarding the recognition, measurement, and reporting of costs that are associated with exit and disposal activities, including restructuring activities that are currently accounted for pursuant to the guidance that the Emerging Issues Task Force ("EITF") has set forth in EITF Issue No. 94-3, "Liability Recognition for Certain Employee Termination Benefits and Other Costs to Exit an Activity (including Certain Costs Incurred in a Restructuring)." SFAS No.146 revises the accounting for certain lease termination costs and employee termination benefits, which are generally recognized in connection with restructuring activities. The provisions of SFAS No.146 are effective for exit or disposal activities that are initiated after December 31, 2002. The Company does not anticipate that the adoption of SFAS No. 146 will have a material impact on its consolidated financial statements.

RESULTS OF OPERATIONS

The table below sets forth for the respective first quarters of fiscal years 2003 and 2002 the percentage of consolidated net sales represented by certain items in the Company's consolidated statements of operations:

	Three months ended July 31,	
	2002	2001
Net sales		
Commercial Communications	46.2%	72.1%
U.S. Government	26.6	8.9
Gillam-FEI	27.2	19.0
	100.0	100.0
Cost of sales	69.9	63.2
Gross margin	30.1	36.8
Selling and administrative expenses	30.1	20.0
Research and development expenses	14.4	10.1
Operating (loss) profit	(14.4)	6.7
Other income (expense)- net	4.2	4.0
Pretax (loss) income	(10.2)	10.7
(Benefit) Provision for income taxes	(2.9)	3.3
Net (loss) income	(7.3)%	7.4%

For the three months ended July 31, 2002, operating profit decreased by $1.7 million over the comparable period of fiscal year 2002 and net earnings decreased by $1.3 million. These results reflect the continuing impact of the slowdown in the telecommunications industry over the past several quarters. In addition, first quarter 2003 sales were reduced by approximately $1.1 million as a result of the Company's agreement to accommodate certain wireless infrastructure customers with a limited quantity of rubidium timing units ("seed stock"). Although these seed stock units are in the possession of the customers, they remain in the inventory of the Company. The seed stock units are intended for refurbishment or upgrades of wireless networks and are immediately available to the commercial communications customers. Revenue from the seed stock inventory will be recognized as the units are employed by the customers during the balance of fiscal 2003. Excluding the effects of this arrangement, fiscal 2003 revenues decreased by 28% from the first quarter of fiscal 2002. On a segment by segment basis, commercial communications revenues declined by 47% (excluding the seed stock effect), Gillam-FEI revenues were lower by 7% but US Government revenues increased by 85%.

First quarter gross margin rates declined from 37% in fiscal 2002 to 30% in fiscal 2003. For the period ended July 31, 2002, margins on commercial communications revenues were 28% as compared to 40% for U.S. Government programs and 23% for Gillam-FEI. During the quarter ended July 31, 2001, gross margins were 41% on commercial communications sales, 37% on U.S. Government programs and 22% on Gillam-FEI sales. If the seed stock transactions had not occurred during the fiscal 2003 quarter, gross margin for the commercial communications segment would have been 30%. The commercial communications margins were also impacted by the reduced level of business and additional reserves for slow moving inventory. Margins on U.S. Government contracts are within the Company's expectations given the current mix of production and long-term contracts. Gillam-FEI margins, which are historically lower than that of the U.S.-based segments, were impacted by two projects on which no margin was realized during the quarter ended July 31, 2002. Excluding those sales, Gillam-FEI margins would have been 28% for the first quarter of fiscal 2003. With the present mix of orders and recent contract bookings, the Company expects its profit margins to improve during the remainder of fiscal 2003.

Selling and administrative costs for the quarter ended July 31, 2002, decreased by $162,000 (7%) over the three months ended July 31, 2001. The principle causes of the decrease are reduced personnel costs, including incentive compensation programs, and lower legal and other professional fees. These reductions were partially offset by increased sales and marketing costs to support the Company's European office which was established during the third quarter of fiscal 2002 and a 7% increase in selling and administrative expenses at Gillam-FEI. However, most of Gillam-FEI's increase is attributable to the 5% average increase in the value of the euro to the dollar during the fiscal 2003 quarter. Although aggregate selling and administrative expenses were lower in the fiscal 2003 quarter compared to the prior year, the Company's 20% of revenues target was exceeded due to the decline in revenues during the period ended July 31, 2002. The Company has taken steps to further reduce its selling and administrative expenses in absolute terms and expects to reduce the ratio of costs to sales during the rest of the fiscal year.

Research and development costs in the fiscal 2003 quarter decreased by $130,000 (12%) over the comparable three-month period ended July 31, 2001. The decrease is primarily attributable to the stage of development on various projects. The Company targets research and development spending at approximately 10% of sales but the rate of spending can increase or decrease from quarter to quarter as new projects are identified and others are concluded. The Company will continue to devote significant resources to develop new products and enhance existing products for the commercial communications market. During this fiscal year, the Company intends to introduce Gillam-FEI's wireline synchronization product to the U.S market as well as to the rest of the world. In addition, the Company continues to improve its manufacturing processes and is developing next-generation products in support of the cellular network infrastructure markets. Internally generated cash and cash reserves are adequate to fund this development effort.

Net nonoperating income and expense decreased by $150,000 (34%) in the three months ended July 31, 2002 from the comparable fiscal 2002 quarter. Investment income declined by $162,000 (31%) as a result of lower interest rates on marketable securities and $120,000 in net realized losses on certain marketable securities. Interest expense decreased by $6,000 (8%) while other income (expense) increased by $6,000 during the fiscal 2003 quarter compared to the same period of fiscal 2002. Other income (expense), net, consists principally of certain non-recurring transactions and is generally not significant to net income.

LIQUIDITY AND CAPITAL RESOURCES

The Company's balance sheet continues to reflect a strong working capital position of $66.7 million at July 31, 2002 which is comparable to working capital at April 30, 2002. Included in working capital at July 31, 2002 is $34.1 million of cash, cash equivalents and marketable securities, including $11.7 million of REIT units which are convertible to Reckson Associates Realty Corp. common stock.

Net cash used in operating activities for the three months ended July 31, 2002, was $297,000 compared to $1.6 million provided by operations in the comparable fiscal 2002 quarter. In the fiscal 2002 period, the Company received $3.0 million for reimbursement of certain legal expenses covered under directors' and officers' liability insurance. This inflow was partially offset by payments against certain accrued expenses, including income taxes payable of $2.0 million. The Company anticipates that it will generate positive cash flow from operating activities for the full fiscal year.

Net cash provided by investing activities for the three months ended July 31, 2002, was $224,000. Approximately $463,000 was obtained from the sale or redemption of certain marketable securities. These inflows were offset by the acquisition of capital equipment for approximately $231,000. The Company may continue to acquire or sell marketable securities as dictated by its investment strategies as well as by the cash requirements for its development activities. The Company will continue to acquire more efficient equipment to automate its production process and expand its capacity. The Company intends to spend less than $2 million on capital equipment during fiscal 2003. Internally generated cash will be adequate to acquire this capital equipment.

Net cash used in financing activities for the three months ended July 31, 2002, was $1.1 million compared to $1.4 million for the comparable fiscal 2002 quarter. Included in both fiscal quarters is payment of the Company's semiannual dividend in the aggregate amount of $833,000 and $829,000, respectively. In addition, during the fiscal 2003 quarter the Company made scheduled debt payments of $246,000 and acquired additional shares of stock for treasury at a cost of $60,000.

At July 31, 2002, the Company's backlog amounted to approximately $33 million compared to the approximately $31 million backlog at April 30, 2002. Approximately 57% of the backlog represents orders for the commercial communications segment, 20% for the Gillam-FEI segment and 23% for the U.S. Government segment. Of this backlog, approximately 65% is realizable during fiscal 2003.

Item 3.

Quantitative and Qualitative Disclosures about Market Risk

Interest Rate Risk

The Company is exposed to market risk related to changes in interest rates and market values of securities, including participation units in the Reckson Operating Partnership, L.P. The Company's investments in fixed income and equity securities were $17.2 million and $12.6 million, respectively, at July 31, 2002. The investments are carried at fair value with changes in unrealized gains and losses recorded as adjustments to stockholders' equity. The fair value of investments in marketable securities is generally based on quoted market prices. Typically, the fair market value of investments in fixed interest rate debt securities will increase as interest rates fall and decrease as interest rates rise. Based on the Company's overall interest rate exposure at July 31, 2002, a 10% change in market interest rates would not have a material effect on the fair value of the Company's fixed income securities or results of operations (investment income).

Foreign Currency Risk

The Company is subject to foreign currency translation risk. The Company does not have any near-term intentions to repatriate invested cash in any of its foreign-based subsidiaries. For this reason, the Company does not intend to initiate any exchange rate hedging strategies which could be used to mitigate the effects of foreign currency fluctuations. The effects of foreign currency rate fluctuations will be recorded in the equity section of the balance sheet as a component of other comprehensive income. As of July 31, 2002, the amount related to foreign currency exchange rates is a $1,883,000 unrealized gain. The results of operations of foreign subsidiaries, when translated into US dollars, will reflect the average rates of exchange for the periods presented. As a result, similar results in local currency can vary significantly upon translation into US dollars if exchange rates fluctuate significantly from one period to the next.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995:

The statements in this quarterly report on Form 10Q regarding future earnings and operations and other statements relating to the future constitute "forward-looking" statements pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements inherently involve risks and uncertainties that could cause actual results to differ materially from the forward-looking statements. Factors that would cause or contribute to such differences include, but are not limited to, continued acceptance of the Company's products in the marketplace, competitive factors, new products and technological changes, product prices and raw material costs, dependence upon third-party vendors, competitive developments, changes in manufacturing and transportation costs, changes in contractual terms, the availability of capital, and other risks detailed in the Company's periodic report filings with the Securities and Exchange Commission. By making these forward-looking statements, the Company undertakes no obligation to update these statements for revisions or changes after the date of this report.

PART II

ITEM 1 - Legal Proceedings

A judgment dated September 3, 2002, has been entered by the United States District Court for the Eastern District of New York in connection with its dismissal of the Muller Qui Tam Action. With this action, the Court has dismissed all remaining litigation against the Company and its President/CEO originating approximately ten years ago.

The judgment is based on the Court's decision on the merits in favor of Frequency Electronics, Inc. and its CEO, Martin B. Bloch, dated August 23, 2002. The judgment preserves all of FEI's rights to recover costs and its causes of action against the plaintiff and third party defendants.

For a further discussion of the Muller Qui Tam Action, reference is made to Form 10-K for the fiscal year ended April 30, 2002, filed by Registrant under Section 13 of the Securities Exchange Act of 1934, which is on file at the Securities and Exchange Commission.

ITEM 6 - Exhibits and Reports on Form 8-K

(a) Exhibits: A. Certification Pursuant to 18 U.S.C. Section 1350 Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

(b) Registrant's Form 8-K, dated April 30, 2002, containing disclosure under Item 5 thereof (arbitration settlement), was filed with the Securities and Exchange Commission on May 6, 2002.

(c) Registrant's Form 8-K, dated August 22, 2002, containing disclosure under Item 5 thereof (dismissal of qui tam action), was filed with the Securities and Exchange Commission on September 3, 2002.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

FREQUENCY ELECTRONICS, INC.
(Registrant)

Date: September 16, 2002 BY /s/ Joseph P. Franklin

Joseph P. Franklin
Chairman of the Board of Directors

Date: September 16, 2002 BY /s/ Alan Miller

Alan Miller
Chief Financial Officer
and Controller

Exhibit A

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350
ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

Certification of CEO

In connection with the Quarterly Report of Frequency Electronics, Inc. (the "Company") on Form 10-Q for the period ended July 31, 2002 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Martin B. Bloch, Chief Executive Officer of the Company, certify, pursuant to Section 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) and 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Martin B. Bloch September 16, 2002

Martin B. Bloch
Chief Executive Officer

Certification of CFO

In connection with the Quarterly Report of Frequency Electronics, Inc. (the "Company") on Form 10-Q for the period ended July 31, 2002 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Alan L. Miller, Chief Financial Officer of the Company, certify, pursuant to Section 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) and 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Alan L. Miller September 16, 2002

Alan L. Miller
Chief Financial Officer