



BLUEPRINT
Company Secretary

*Please complete in typescript, or
in bold black capitals.*

CHFP055

Company Number

1003142

Company Name in full

ROLLS-ROYCE plc

88(2)

Return of Allotment of shares

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

*(If shares were allotted on one date
enter that date in the "from" box)*

From
Day Month Year

To
Day Month Year

1 8 9 2 2 0 0 1 2

Class of shares

(ordinary or preference etc)

ORDINARY

ORDINARY

ORDINARY

Number allotted

1 6 9 1

Nominal value of each share

.20

.20

.20

**Amount (if any) paid or due on each
share (including any share premium)**

1 0 7 5 6 9

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

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**Consideration for which
the shares were allotted**

*(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)*

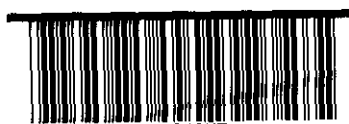
**When you have completed and signed the form send it to
the Registrar of Companies at:**

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235
Edinburgh



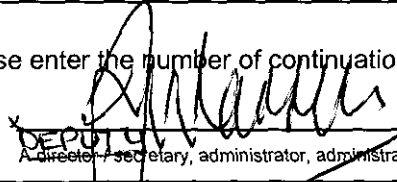
A24 *AUED48HT* 0305
COMPANIES HOUSE 25/02/02

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name PLEASE SEE ATTACHED LIST		Class of shares allotted	Number allotted
Address			1691
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			

Please enter the number of continuation sheets (if any) attached to this form



Signed  Date 21/2/02

A director / secretary, administrator, administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name and address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

John Warren, Deputy Secretary, Rolls-Royce plc, Moor Lane,	
Derby, DE24 8BJ	
Tel 01332 245881	
DX number	DX exchange

NAME	NO OF SHARES
Miss Kellilee Craney 10 Octavia Court WALLSEND Tyne and Wear NE28 7EW	360
Mr Keith A Smalley 57 Springwood View Close SUTTON IN ASHFIELD Notts NG17 2HR	899
Mrs Lesley Ann Smalley 57 Springwood View Close SUTTON IN ASHFIELD Notts NG17 2HR	432
TOTAL	1,691