



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

19 07 2001

To

Day Month Year

Class of shares

(ordinary or preference etc)

Number allotted

Nominal value of each share

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

ORDINARY	ORDINARY	ORDINARY
1,446	4,191	1,504
0.20	0.20	0.20
1.07569	1.50	1.94

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

--	--	--

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



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			To		
	Day	Month	Year	Day	Month	Year
	1	9	07	2	0	9
Class of shares (ordinary or preference etc)	ORDINARY			ORDINARY		
Number allotted	7,899					
Nominal value of each share	0.20			0.20		
Amount (if any) paid or due on each share (including any share premium)	2.05					

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

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

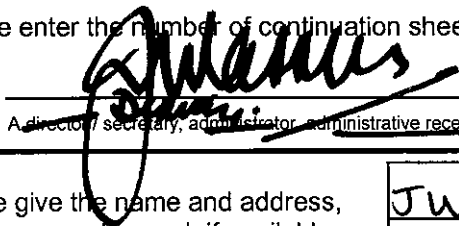
Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name <u>PLEASE SEE ATTACHED SHEET</u>		Class of shares allotted	Number allotted
Address 			<u>15.040</u>
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name 		Class of shares allotted	Number allotted
Address 			
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name 		Class of shares allotted	Number allotted
Address 			
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name 		Class of shares allotted	Number allotted
Address 			
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			
Name 		Class of shares allotted	Number allotted
Address 			
UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>			

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

2

Signed



Date

25/7/01

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.

<u>J. WARDEN, DEPUTY SECRETARY</u>	
<u>Raus-Roune plc, Moor Lane, Derby</u>	
<u>DE24 8BJ</u>	Tel <u>(01332) 245881</u>
DX number	DX exchange

ROLLS-ROYCE plc
Company Number 1003142
19 July 2001

Return of Allotment of Shares 88(2)

NAME

NO OF SHARES

Mr Malcolm Derek Bennett
11 Whinham Avenue
Broughton Astley
Leicestershire
LEICESTER
LE9 6QN

416

Mr Eric Caveen
11 Pennine Way
Mill Park
Kirkby
L32 2BJ

837

Mr Richard James Cheetham
7 Roseland Close Lydiate
Merseyside
Liverpool
L31 4JG

1,863

Mr Michael Alan Darke
27 Timber Dene
Stapleton
BRISTOL
BS16 1TN

596

Mrs Catherine June Goy
The Mews
Church Street
Wroxton
Banbury Oxfordshire
OX15 6QE

924

Mr Joseph Bradley MacDonald
25 Balham Close
Rushden
Northants
NN10 9JL

3,215

Mr David Malcolm
12 Dixon Road
Houghton-Le-Spring
Tyne & Wear
DH5 8NH

1,873

Mr Ian Mattinson
12 Stretton Close
Mickleover
Derby
DE3 5NW

947

ROLLS-ROYCE plc
Company Number 1003142
19 July 2001

Return of Allotment of Shares 88(2)

NAME

NO OF SHARES

Mr Norman Geoffrey Pickles
45 Darnbrook Road
Barnoldswick
Colne
Lancs
BB18 5RE

1,529

Mr Peter Thornhill
16 Tivoli Gardens
DERBY
DE1 3SQ

492

Mr David Tydeman
Whitethorn Cottage
Crawley
WINCHESTER
Hants SO21 2PN

1,446

Mr Karl Warren
44 Amberley Avenue
Bulkington
Bedworth
CV12 9QY

902

TOTAL

15,040