ICSA SOFTWARE

BLUEPRINT
Company Secretary

88(2)

Return of Allotment of shares

Please complete in typescript, or in bold black capitals.

CHFP055

Company Number 1003142

Company Name in full ROLLS-ROYCE plc

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	From Month	From Year	To Day	To Month	To Year
	21	03	2001			

Class of shares *(ordinary or preference etc)*	ORDINARY		
Number allotted	59,012		
Nominal value of each share	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)

ANU1927Q
A25 COMPANIES HOUSE 0512 24/03/01

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

Companies House, Crown Way, Cardiff CF14 3UZ **DX 33050 Cardiff**
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB **DX 235 Edinburgh**
For companies registered in Scotland

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

Shareholder details	Shares and share class allotted	
Name PLEASE REFER TO THE ATTACHED Address LISTING UK Postcode	Class of shares allotted ORDINARY	Number allotted 59,012
Name Address UK Postcode	Class of shares allotted	Number allotted
Name Address UK Postcode	Class of shares allotted	Number allotted
Name Address UK Postcode	Class of shares allotted	Number allotted
Name Address UK Postcode	Class of shares allotted	Number allotted

Please enter the number of continuation sheets (if any) attached to this form **0**

Signed _____ **Date** 20 MARCH 2001

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

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.

MR J WARREN, DEPUTY COMPANY SECRETARY
ROLLS-ROYCE plc, PO BOX 31, DERBY
DE24 8BJ Tel 01332 245878
DX number DX exchange

ROLLS-ROYCE plc
ORDINARY SHARES OF 20p

Title	Surname	Forenames	Address1	Address2	Address3	Address4	PostCode	Shares Purchased
MR	BARNES	ANDREW	99 SORREL GARDENS	HOLDER HOUSE ESTATE	SOUTH SHIELDS	TYNE AND WEAR	NE34 8TT	342
MR	BARNES	RICHARD GEOFFREY	4 WESTFIELD ROAD	WESTBURY-ON-TRYM	BRISTOL		BS9 3HG	837
MR	BEGG	STUART WILLIAM	26 STOURPORT DRIVE	CHELLASTON	DERBY		DE73 1PX	513
MS	BLACKSHAW	ELIZABETH ANNE	42 GROVE CLOSE	THULSTON	DERBY		DE72 3E	684
MR	BOWDEN	ANDREW GARY	73 THE RIDINGS	OCKBROOK	DERBY		DE72 3SF	418
MR	BUGLIONE	GIUSEPPE	181 UTTOXETER NEW ROAD	DERBY			DE22 3NP	1693
MR	BURROWS	CHRISTOPHER JOHN	5 GLENCROFT CLOSE	BRANSTON	BURTON UPON TRENT	STAFFS	DE14 3GJ	2187
MR	CARLILE	PAUL JOSEPH	156 COLNE ROAD	BRIERFIELD	LANCS		BB9 5RQ	551
MR	CROOME	JONATHAN EDWARD	3 RUSSET CLOSE	OLVESTON	BRISTOL		BS35 4EE	837
MR	DUXBURY	GRAHAM ROLAND	8 GILL STREET	COLNE	LANCS		BB8 8JQ	3842
MR	ELLIS	GARY RUSSELL	11 PETERSFIELD CLOSE	MANSFIELD	NOTTINGHAMSHIRE		NG19 6UA	1693
MR	EVANS	PHILIP MARK	BACON HOUSE	THE PLAIN	HAWKESBURY UPTON	BADMINTON	GL9 1AT	837
MR	FITTON	ANDREW JAMES	32 WALTER STREET	DERBY			DE1 3PR	513
MRS	FLETCHER	BRENDA	21 CHAPMAN AVENUE	ALVASTON	DERBY		DE24 0NG	684
MR	FLINT	IAN	23 DIPTON GARDENS	TUNSTALL	SUNDERLAND	TYNE & WEAR	SR3 1AN	684
MR	GIFFORD	ASHLEY PATRICK	35 MEDINA CLOSE	ALVASTON	DERBY		DE24 0UD	1693
MR	HARWOOD	NIGEL ANTHONY	THE OLD RAILWAY STATION	IDRIDGEHAY	DERBYSHIRE		DE56 2SF	837
MR	HILL	ADRIAN DAVID NIGEL	52 HAZELBURY ROAD	NAILSEA,	BRISTOL		BS48 2JW	684
MR	HUBBARD	MARTIN ANDREW	40,REPTON ROAD,	WEST BRIDGEFORD,	NOTTINGHAM		NG2 7EJ	1274
MR	HUME	BRIAN FAIRGRIEVE	79 QUEENS CROFT	KELSO	SCOTLAND		TD5 7NL	2682
MR	INMAN	DAVID	6 TEASEL MEAD	BRADLEY STOKE	BRISTOL		BS32 8EY	1693
MR	JEFFRIES	DAVID NEALE	40 NUNSFIELD DRIVE	ALVASTON	DERBY		DE24 0GG	837
MR	JENKINSON	ADRIAN CARL	33 THORNESS CLOSE	ALVASTON	DERBY		DE24 0UY	837
MR	JONES	FRANK RICHARD	73 ADDISON RD	KERESLEY	COVENTRY		CV6 2JP	513
MR	LYCETT	TERENCE ROY	BRICKYARD COTTAGE	BRETFORD ROAD	BRINKLOW	RUGBY	CV23 0NB	1008
MR	MARTIN	ALLAN DAVID	THE HAWTHORNS	PAYTHORNE	CLITHEROE	LANCS	BB7 4JD	1179
MR	McDONALD	ALEXANDER	40 REASWOOD DRIVE	GLASGOW			G53 7LB	1693
MR	MILLWARD	ANDREW MARTIN	14 DEWCHURCH DRIVE	LITTLEOVER	DERBY		DE23 7XP	3043
MR	PARSONS	JONATHAN MARK	GREYHOLME	COXLEY	NR WELLS	SOMERSET	BA5 1QZ	1274
MR	PERRY	JOHN HENRY	43 BATHURST CLOSE	BURNHAM ON SEA	SOMERSET		TA8 2SZ	1008
MR	RICHARDSON	BRIAN	82 ESP LANE	BARNOLDSWICK	COLNE	LANCS	BB8 5QQ	1693
MR	SIMPSON	HARRY	31 BEECHDALE ROAD	BILBOROUGH ESTATE	NOTTINGHAM		NG8 3AE	1693
MR	SKINGSLEY	RAYMOND BERTIE JOHN	56 KENT AVENUE	YATE	BRISTOL		BS37 7RZ	500
MS	SLADE	SARAH JANE APLIN	5 HUGHENDEN ROAD,	CLIFTON,	BRISTOL,		BS8 2TT	837
MR	STACEY	MARK	136 BRIGHTON ROAD	ALVASTON	DERBY		DE24 8T	1000
MR	STRACHAN	GARRY JOHN	40 TIRRY AVENUE	RENFREW			XXX XXX	1350
MR	TODD	STANLEY	WIGWELL MILL	LONGWAY BANK	WHATSTANDWELL	MATLOCK DERBYSHIRE	DE4 5HU	1636
MR	TRUE	JOHN DEREK CHARLES	72 MAIN STREET	WESTON-ON-TRENT	DERBY		DE7 2BL	1693
MR	USSHER	STUART A	19 PORTICO ROAD	LITTLEOVER	DERBY		DE23 7NJ	1978
MR	WELLINGS	RICHARD PETER	15 FARADAY AVENUE	STRETTON	BURTON ON TRENT	STAFFORDSHIRE	DE13 0FX	837

ROLLS-ROYCE plc
ORDINARY SHARES OF 20p

MR	WHITE	KENNETH	44 WELLANDS LANE	WHITBURN	SUNDERLAND	TYNE & WEAR	SR6 7BJ	837
MR	WHITTLE	KEVAN	4 BIRLINGHAM CLOSE	PERSHORE	WORCESTER		WR10 1LZ	1350
MR	WILDE	IAN ROBERT	4 CROFTERS WALK	BRADLEY STOKE	BRISTOL		BS32 9BH	1008
MR	WILKS	ALLEN JAMES	22 HORWOOD AVENUE	DERBY			DE23 6NX	2016
MR	WRIGHT	STEVEN DEREK	6 HEATH ROAD	DOWNEND	BRISTOL		BS16 6HA	4014
								59012