



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
	14	02	2001			

Class of shares (ordinary or preference etc)	ORDINARY		ORDINARY		ORDINARY	
Number allotted	29,718	6,479	1,965	1,409	5,118	
Nominal value of each share	0.20	0.20	0.20	0.20	0.20	
Amount (if any) paid or due on each share (including any share premium)	1.50	2.05	1.94	1.67703	1.54992	

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)



A49
COMPANIES HOUSE
COMPANIES HOUSE

0087
01/03/01
16/02/01

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

Shareholder details		Shares and share class allotted	
Name		Class of shares allotted	Number allotted
PLEASE REFER TO THE ATTACHED			
Address	LISTING		
UK Postcode L L L L L L L		ORDINARY	44,689
Name		Class of shares allotted	Number allotted
Address			
UK Postcode L L L L L L L			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode L L L L L L L			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode L L L L L L L			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode L L L L L L L			

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

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Signed

[Signature]
A director / secretary, administrator, administrative receiver / receiver manager / receiver

Date

14 FEBRUARY 2001

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	FORENAMES	SURNAME	ADD1	ADD2	ADD3	ADD4	EXERCISE Lapsed
Mr	Michael	Anderson	4 Waterworks Houses, Stamford Road,	Lound	BOURNE	PE10 0JY	679
Mr	Ronald	Bailey	Barbadoes Cottage, Rushy Lane	Sandiacre	Nottingham	NG10 5NP	5428
Mrs	Glassian Martin	Bedeau	44 Deacon Avenue	Kempston	Bedford	MK42 7DT	1259
Mr	Colin Kibbler	Beil	43 Old Bank Road	MIRFIELD	West Yorkshire WF14 0HX		270
Mr	Colin Victor Patr	Berry	32 Sandringham Road	Stoke Gifford	BRISTOL	BS34 6NR	661
Mr	Alistair Jack	Broadley	34 Regent Crescent	Skipton	North Yorks	BD23 1BG	920
Mr	Pamela June	Cook	19 Millrace View, Sheepy Road,	Atherstone	Warwickshire	CV9 3AR	2080
Mr	Brian Martin	Cupper	124 Boscombe Crescent	Downend	BRISTOL	BS16 6QZ	2583
Mr	David Stewart	Curtis	13 Kenmore Drive	Filton Park	BRISTOL	BS7 0TS	870
Mr	Clive Bailey	Downing	5 Orchard Rise	Olveston	BRISTOL	BS35 3DR	2152
Mr	Stuart R	Dutton	61 Woodland Street	Biddulph	STOKE ON TRENT	ST8 6LN	890
Mr	Michael	Empson	84 Rectory Road	GATESHEAD	Tyne and Wear NE8 1XL		435
Mr	Paul	Harvey	34 Abbey Road	Westbury-on-Trym	BRISTOL, Avon	BS9 3QW	4600
Mr	Alan John	Jeffries	3 Holmwood Close	Winterbourne	BRISTOL	BS36 1JZ	1678
Mr	Andrew Robert	Kirby	Tiddlybank Cottage, Rugby Road,	Brandon	COVENTRY	CV8 3HU	2438
Mr	Michael	Lowe	156 Wistaston Green Road	CREWE	CW2 8RA		890
Mr	Brian	Luntley	24 Trescoe Avenue	LEEDS	LS13 4JX		699
Mr	James	Martin	25 Nevalan Drive	St George	BRISTOL	BS5 8TT	861
Mr	Alan Henry	McLean	25 Marmion Avenue	Bootle	Merseyside	L20 6HN	1840
Mr	Brian	Mockford	15 Coalpit Fields Road	Bedworth, Nuneaton,	Warwickshire	CV12 9HN	861
Mr	Ross	Parker	31 Pine Street	South Moor	Stanley	DH9 7BB	2760
Mr	Andrew Robert	Pope	6 Wood End Lane	Kempston Road	BEDFORD	MK43 9BN	1380
Mr	Howard D	Ramsden	Co C Ramsden 28 Amberton Road	LEEDS	LS8 3AL		3338
Mr	Stewart	Russell	15 Sanderling Place	Johnstone	Renfrewshire	PA5 0TD	1033
Mr	James Humphrey	Saxton	4 Riverford Croft	COVENTRY	CV4 7HB		1380
Mr	Michael Victor	Sturgess	33 Onslow Road	Mickleover	DERBY	DE3 5JH	1604
Mr	Richard Michael	Thomas	1 Heronscroft	Putnoe	BEDFORD	MK41 9LP	177
Mr	Graham Charles	Tizzard	12 Hinkley Road	Islands Brow St Helens	ST HELENS	Merseyside WA11 9HU	213
Mr	Ronald	Woodhead	22 Beech Drive	South Milford	LEEDS	LS25 5NN	710
							44689