

Return of allotments of shares**88(2)****(REVISED 1988)****This form replaces forms
PUC2, PUC3 and 88(2)**

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

To the Registrar of Companies (address overleaf)
(see note 1)

Company number

1003142

1. Name of company

• ROLLS-ROYCE plc

2. This section must be completed for all allotments

Description of sharest	ORDINARY	ORDINARY	ORDINARY
A Number allotted	1,175	1,696	2,817
B Nominal value of each	£0.20	£0.20	£0.20
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.17269	£1.50	£2.05

Date(s) on which the shares were allotted

(a) [on 31 AUGUST 19 2000] \$, or

(b) [from _____ 19 _____ to _____ 19 _____] \$

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)

D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

Notes

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the Registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presentor's name, address,
telephone number and reference
(if any): MR J WARREN
DEPUTY COMPANY SECRETARY
ROLLS-ROYCE plc
PO BOX 31
ge 1 DERBY DE 24 8BJ

For official use



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**Please complete
legibly, preferably
in black type, or
bold block
lettering**

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

* Insert Director, Secretary, Administrator, Administrative Receiver, or Receiver (Scotland) as appropriate

Adams

TARY
Date 31/08/2000

**Companies registered in Scotland
should deliver this form to:-**

**The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB**

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COMPANIES FORM No. 88(2)(Rev 1988)

Return of allotments of shares

88(2)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

To the Registrar of Companies (address overleaf)
(see note 1)

Company number

1003142

1. Name of company

ROLLS-ROYCE plc

2. This section must be completed for all allotments

Description of sharest	ORDINARY	ORDINARY	ORDINARY
A Number allotted	595	452	1,443
B Nominal value of each	£0.20	£0.20	£0.20
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.67703	£1.07569	£1.94

Date(s) on which the shares were allotted

(a) [on 31 AUGUST 19 2000]s, or

(b) [from _____ 19 _____ to _____ 19 _____]s

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)

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3. Details of bonus issues should be included only in section 2.

Presenter's name, address,
telephone number and reference
(if any): MR J WARREN

DEPUTY COMPANY SECRETARY
ROLLS-ROYCE PLC
PO BOX 31
DE24 8BJ

For official use

**Please complete
legibly, preferably
in black type, or
bold block
lettering**

‡ Insert Director, Secretary, Administrator, Administrative Receiver, or Receiver (Scotland) as appropriate

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TITLE FORENAMES	SURNAME	ADD1	ADD2	ADD3	ADD4	EXERCISED
Mr Colin Victor	Berry	32 Sandringham Road	Stoke Gifford	BRISTOL	BS34 8NR	79
Mrs Julie Ann	Cooke	97 Over Lane	Openwoodgate	Belper, Derbyshire	DE56 0HN	1696
Ms Norma	Gillies	Davnor 23 Hospital Road	ANNAN	Dumfriesshire DG12 5JF		132
Mr Christopher	Holmes	33 Somerset Avenue	Baildon	SHIPLEY	West Yorkshire BD17 5LS	317
Mr Anthony Ernest	Houlton	5 Newstead Grove	Bingham	Notts	NG13 8RJ	323
Mr Ian Beresford	Jones	46 Amberley Road	Patchway	BRISTOL	BS34 6BY	278
Mr John Christopher	Lester	58 Moss Street	Great Harwood	BLACKBURN	BB6 7EY	132
Mr Santokh Singh	Moar	24 Breydon Close	off Sinfm Avenue	Shelton Lock, Derby	DE24 9DT	2494
Mr Anthony Ivan	Stanley	14 Bowyer Avenue	NANTWICH	Cheshire	CW5 5PS	1175
Mr Brian Frederick	Tothill	137 Thingwall Park	Fishponds	BRISTOL	BS16 2DB	61
Mr John Alexander	Turner	96 Western Avenue	PRUDHOE	Northd NE42 6QB		1047
Mr James Laidlaw	Worthy	Tree Tops	Ben Lane	BARNOLDSWICK	Lancs BB18 6HR	444
					TOTAL	8178