

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

Return of allotments of shares

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

88(2)

(**REVISED 1988**)

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

ease do not rite in this nargin

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

Company number

1003142

iease complete gibly, preferably black type, or old block lettering

nsert full name f company

istinguish etween rdinary, reference, etc. Name of company

| • | ROLLS-ROYCE | ple | | |
|---|-------------|-----|------|--|
| | | | | |

2. This section must be completed for all allotments

| Description of shares† | ORDINARY | ORDINARY | |
|--|----------|----------|---|
| A Number allotted | 1811 | 463 | |
| B Nominal value of each | £0.20 | £0.20 | £ |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | £1.50 | £ 2.05 | £ |

omplete
) or (b) as
opropriate

| Date | e(s) on which the shares were a | allotted | | | |
|------|---------------------------------|------------------|------------------------------|----------|--------|
| (a) | [on 11 AUGUST | 18 2000 js | , or | | |
| (b) | [from | 19 | to | | _]§ |
| | names and addresses of the a | llottees and the | number of shares allotted to | each sho | uld be |

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 Please use percentage. | e treated as paid up. | |
|---|-----------------------|------|
| E Consideration for which the shares were allotted. | | |
| | | |
| | | |

Notes

Box 31

- 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

For official use



A07 COMPANIES HOUSE 19/08/00

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DERBY DERL 8BJ

Please do not write in the margin

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

| MR MARK JONATHAN DOBBIN | Ordinary | Preference | Other |
|-------------------------|----------|------------|---------------|
| | \$ | | |
| 1 | 1 | | |
| 29 OTTRELLS MEAD | | | |
| BRADLEY STOKE NORTH | | | |
| BRISTOL | | | |
| RSIQ OAT | 1,041 | | |
| | | | |
| MRS TINA TAYLOR | | | |
| 64 MARL BOROUGH ROAD | | | |
| ALLENTON | | | |
| DERBY | | | |
| DE24 8DS | 1,233 | | |
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| | | | |
| Total | 2,274 | | |

| Total | 2,274 |
|---|--|
| Where the space given on this form is inadequate sheets should be used and the number of sheets a be indicated in the box opposite: Signed DEPOTY Cor Designation | |
| Companies registered in England and Wales or Wales should deliver this form to:- | Companies registered in Scotland should deliver this form to:- |
| The Registrar of Companies Companies House Crown Way | The Registrar of Companies Companies House 37 Castle Terrace |

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CF4 3UZ

Cardiff

Crown Way Maindy

Edinburgh

EH1 2EB