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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

Please do not
write in this
margin

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

1. Name of company

* Insert full name
of company

* ROLLS-ROYCE PLC

2. This section must be completed for all allotments

† Distinguish
between
ordinary,
preference, etc.

Description of sharest	ORDINARY	ORDINARY	
A Number allotted	5,794	42,740	
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)	£1.53762	£1.17269	£

§ Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 20 JULY 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.

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

DEPUTY COMPANY SECRETARY

ROLLS-ROYCE PLC

PO BOX 31

Page 1 DERBY

DE24 8BJ

For official use



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COMPANIES HOUSE

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22/07/00

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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

Companies registered in England
should deliver this form to the
Registrar of Companies

DEPUTY COMPANY SECRETARY
Designation: _____ Date: _____

DATE 20/7/2000

**The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZ**

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

TITLE	FORENAMES	SURNAME	ADDRESS			EXERCISED
Mr	Toni	Barfoot	Aberthafesp	NEWTOWN	Powys SY16 3JB	227
Mr	Stephen	Brennan	15 Yew Tree Lane Colton	LEEDS	LS15 9JD	2352
Mr	David George	Brereton	17 Madeley Street	CREWE	CW2 6DL	2352
Mr	Kenneth	Brett	36 Thropton Terrace	NEWCASTLE UPON TYNE	NE7 7HT	2352
Mr	Colin	Campbell	Cullercoats	NORTH SHIELDS	Tyne and Wear NE30 3JQ	557
Mr	Robert	Challinor	Wistaston	CREWE	CW2 8AQ	380
Mr	Ian	Charlesworth	2B Neville Street	CREWE	CW2 6LA	3529
Mr	Kenneth B	Cliffe	Rope	CREWE	CW2 6RX	713
Mr	Robert Frank	Collins	73 Sandway	Crossgates	LS15 7NT	1175
Mr	Peter Austin	Corcoran	4 Manston Gardens	Crossgates	LS15 8EX	2352
Mr	Peter	Cornes	CREWE	CW1 4DH	LEEDS	177
Mr	Michael Boyd	Cracknell	RYDE	Isle of Wight PO33 2PU		506
Mr	Martin	Cram	134 Marian Drive	Bill Quay	GATESHEAD	1175
Mr	Glyn	Davies	Wayside School Road	Kinnerley	OSWESTRY	2940
Mr	George S	Dowling	Sedgley	DUDLEY	West Midlands DY3 3PY	126
Mr	David John	Egerton	70 Beconsall Drive Leighton	CREWE	CW1 4RP	3236
Mr	Peter Thomas	Fleming	20 Alma Street	WOODSFORD	LEEDS	1469
Mr	Paul	Foden	Shavington	CREWE	CW2 5EL	455
Mr	Nicholas John	Gurden	11 Tanfield	SHREWSBURY	SY1 3XR	881
Mr	Leonard Ernest	Hitchings	CREWE	CW2 6JH		177
Mr	Derek Michael	Johnson	51 Lansdowne Road	CREWE	CW1 1JZ	1175
Mr	Kenneth Frank	Lear	20 Gerard Drive	NANTWICH	Cheshire CW5 5JT	1175
Mr	Martin Barry	Lees	LEEDS	LS17 6HA		455
Mr	Roderick David	Long	4 Spur Drive	Pendas Fields Cross Gates	LEEDS	705
Mr	Michael	Lowe	CREWE	CW2 8RA	LS15 8UD	177
Mr	Brian	Luntley	24 Trescoe Avenue	LEEDS	LS13 4JX	1175
Mr	Duncan	McMillan	6 Sunnyfields	Bell Lane	SHREWSBURY	2352
Mr	Ian Stuart	Mellor	45 Kestrel Drive	CREWE	CW1 3RY	1175
Mr	Barry Meredith	Mellor	CREWE	CW1 2AP		760
Mr	Chris	Menelaou	RYDE	Isle of Wight		177
Mr	Philip John	Miner	201 Westbourne Rd	SELBY	North Yorkshire YO8 9QY	1784
Mr	John Bryan	Moreton	Crewe Cheshire	CREWE	CW1 4QU	177
Mr	Stewart Robert	Mulliner	28 Nesfield Drive	Winterley	SANDBACH	2940
Mr	Graham Charles	Orme	Wistaston	CREWE	CW2 6TH	380
Mr	Alan	Ratcliffe	77 Mow Lane	Gillow Heath	Biddulph	1175
Mr	Paul Herbert	Spies	50 Parklands	GATESHEAD	Tyne and Wear NE10 8YP	3529
Mr	Brian	Watson	Whickham	NEWCASTLE UPON TYNE	NE16 5RN	177
Mr	Bruce William	Woodrich	CREWE	CW1 3JD		760
Mr	Keith Henry	Wright	38 Valley Drive	ILKLEY	West Yorkshire LS29 8NN	1175
						48534