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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)Please do not
write in this
marginPlease complete
legibly, preferably
in black type, or
bold block lettering

Company number

1003142

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 shares†	ORDINARY	ORDINARY	
A Number allotted	27,315	6,317	
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	£

Date(s) on which the shares were allotted

(a) [on 4 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

§ Complete
(a) or (b) as
appropriate3. 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

Page 1 PO Box 31
DERBY DE24 8BJ

For official use

A21
COMPANIES HOUSE0069
12/07/00

Please do not
write in the
margin

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

[illegible]

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

Signed Adnan Designation DEPUTY COMPANY SECRETARY Date 8

Companies registered in England and Wales or Wales should deliver this form to:-

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

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

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

ORDINARY SHARES OF 20p

MR KEVIN PAUL BRAYBROOK
11 THE DELL
KEMPSTON
BEDS
MK42 7DL

377

MR ADRIAN JOHN EVANS
1 WILLOUGHBY AVENUE
LONG EATON
NOTTINGHAM
NG10 4JL

4,240

MR RICHARD NICHOLAS HAWKINS
78 MORTIMER ROAD
FILTON
BRISTOL
BS34 7LQ

1,851

MR ROBERT FREDERICK LONEY
36 TERESLAKE GREEN
WESTBURY-ON-TRYM
BRISTOL
BS10 6LT

754

MR DAVID ALAN LONG
96 WENTWORTH DRIVE
NUNEATON
WORKS
CV11 6NX

1,281

MR MICHAEL TOWNSEND
HAWTHORNS
OAKLEY ROAD
BATTLEDOWN
CHELTENHAM
GL52 6NZ

4,975

MR DAVID EDWARD CORBYN
THE VILLA MILL LANE
FALFIELD
WOTTON UNDER EDGE
GLOS
GL12 8BU

8,407

C/fwd.

21,885

ORDINARY SHARES OF 20p

	B/fwd.	21,885
MR BARRY CHARLES MORTIMER 64 SOUTHEY CLOSE ENDERBY LEICS LE9 5QZ		3,016
MR IAN ROBERT SOUTAR 24 WENDOVER CLOSE MICKLEOVER DERBY DE3 5TD		2,906
MR GORDON THOMAS SMITH 84 BIDDLESTONE ROAD HEATON NEWCASTLE UPON TYNE NE6 5SN		1,074
MR BARRY FRANCIS TURNER HIGH CHIMNEYS WEST END LANE OLDBURY-ON-SEVERN BRISTOL BS35 1PS		1,303
MR JOHN ERNEST WRIGHT 25 COWGILL STREET EARBY COLNE LANCS BB8 6NW		1,303
MR ALAN ROBERT DIXON 52 PARKWAY CHELLASTON DERBY DE7		1,586
MR RICHARD THOMAS GIBSON MID BRAE IRVINGTON NR KIRTLEBRIDGE		559
		<hr/>
	TOTAL	<u>33,632</u>