

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

Return of allotments of shares

To the Registrar of Companies (address overleaf)

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



(REVISED 1988)

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

1003142

(see note 1) Company number

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

Please do not

write in this

margin

* Insert full name

of company

†Distinguish

preference, etc.

between ordinary. 1. Name of company

ROLLS-ROYCE

2. This section must be completed for all allotments

Description of shares † ORDINARY ORDINARY A Number allotted 5,202 1,473 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 £

PLE

§ Complete (a) or (b) as appropriate

Date(s) on which the shares were	e allotted				
(a) [on 29 FEBRUARY	1/2000]§, or			
(b) [from	19	to		1 9]§
The names and addresses of the given overleaf	allottees and	the number o	of shares allotted to	each sh	ould be

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

	Extent to which each share is to be treated as paid up Please use percentage.	· _			
E	Consideration for which the shares were allotted				
	33333			_	
			•	-	

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)).

For official use

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

ASSISTANT COMPANY SECRETARY ROLLS-ROYCE PLC

PO BOx 31 Page 1 DERBY

DERY 8BJ

Post room 0572

COMPANIES HOUSE

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
MR MICHAEL REGINALD MATTHEW	<u> </u>		
GO WILTSHIRE AVENUE			-
YATE			
BRISTOL			
8837 5UG	5,729		
MR GERALD FRANCIS SLATER			
18 HOLEYN HALL ROAD			
WYLAM			
NORTHUMBERLAND			· · · · · · · · · · · · · · · · · · ·
NE42 8BB	946		
			•
			 ·· · · ·
Total	6,675		

Please do not write in the margin

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

sheets should be used and the number of sheets attached should be	Administrator,
indicated the box opposite:	Administrative
	Receiver, or
	Receiver
Signed ASSISTANT COMPANY SECRETARY 29.02.20	(Scotland) as
Signed Designation + Date Date	Do appropriate

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

Where the space given on this form is inadequate, continuation

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

#Insert Director,

The Solicitors' Law Stationery Society Ltd, Oyez House, 7 Spa Road, London SE16 3QQ