

G

COMPANIES FORM No. 88(2) Return of allotment of shares

88(2)

CHFP055

Please do not
write in
this margin

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

*insert full name
of company

†distinguish
between
ordinary
preference,
etc

§ complete
(a) or (b) as
appropriate

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

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

(REVISED 1988)

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

Company Number

1003142

1. Name of Company

ROLLS-ROYCE PLC

2. This section must be completed for all allotments

Description of shares†	ORDINARY	ORDINARY	
A Number allotted	2,337	1,340	
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 26.01.2000] \$, or

(b) [from to] \$

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 the 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):

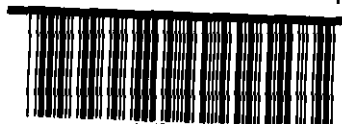
MR J WARREN
ASSISTANT COMPANY SECRETARY
ROLLS-ROYCE PLC
PO Box 31
DERBY
DE24 8BJ

For official use

Post room



BLUEPRINT
Company Secretary



A14
COMPANIES HOUSE

0205
31/01/00

4. Names and addresses of allottees

Please do not write in this margin

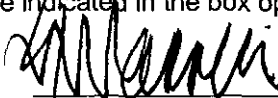
Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PLEASE REFER TO			
THE ATTACHED LIST	3,677		
TOTAL	3,677		

Please complete legibly, preferably in black type, or in 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

Signed



ASSISTANT COMPANY SECRETARY
Designation § _____ Date 26.01.2000

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

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

Companies registered in Scotland should deliver this from to:-

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

Early Exerciser Listing for ROLLS ROYCE PLC Surname Order

Date: 21/01/2000

Account No	Name	Pay Ref	NINo	Leave date	Leave Reason	Shares Req.	Option Price	Value	Shares Lost	Date Option Cert Sent	Option Cert Included
Scheme/Issue/Term	Address					Tax District			Location		
686769941	MRS ANDREA A ARMSTRONG		777782230	24/12/1999		1,659	£2,488.50	1,5000	0		Yes
0202 / C / 5	46 Auckland Avenue, South Shields, Tyne & Wear, , NE34 7DU			Redundancy							
					Totals For Term	5	1,659	£2,488.50	0		
686852393	MR JOHN MICHAEL J M WHITE	96244	777785151			678	£1,017.00	1,5000	0		No
0203 / C / 7	108 Hill View, Henleaze, Bristol, , BS9 4QG										
					Totals For Term	7	678	£1,017.00	0		
					Totals For Issue	C	2,337	£3,505.50	0		
688208912	MR WILLIAM W HOOLEY	22571	ZP745791B	30/09/1999		1,028	£2,107.40	2,0500	0		No
0408 / D / 3	3 Calveley Road, Bilborough Estate, Nottingham, , NG8 3BU										
					Totals For Term	3	1,028	£2,107.40	0		
688202264	MR WILLIAM ALFRED W A HARRISON	6034	ZP742699A	30/06/1999		312	£639.60	2,0500	0		Yes
0202 / D / 5	71 Mill Hill Lane, Derby, , , DE23 6SB			Redundancy							
					Totals For Term	5	312	£639.60	0		
					Totals For Issue	D	1,340	£2,747.00	0		
					Grand Totals		3,677	£6,252.50	0		