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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)

Please do not  
write in this  
margin

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

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

Company number

100 3142

### 1. Name of company

\* ROLLS-ROYCE PLC

\* Insert full name  
of company

### 2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	ORDINARY
A Number allotted	6,072	14,965	1,181
B Nominal value of each	£0.20	£0.20	£0.20
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.0633	£1.50	£2.05

† Distinguish  
between  
ordinary,  
preference, etc.

Date(s) on which the shares were allotted

(a) [on 20 JULY 1999]s, or

(b) [from 19 to 19]s

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

§ Complete  
(a) or (b) as  
appropriate

### 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.

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

For official use

Post room



ASSISTANT COMPANY SECRETARY  
ROLLS-ROYCE PLC  
PO BOX 31  
DERBY DE24 8BJ

#### 4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PLEASE REFER TO THE ATTACHED LISTING	22,218		
Total	22,218		

Please do not  
write in the  
margin

**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**

Signed/

ASSISTANT COMPANY SECRETARY  
Designation: \_\_\_\_\_ Date: 20/07/99

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

ROLLS-ROYCE EARLY EXERCISERS 1992

SURNAME	FORNAME	TITLE	ADDRESS	ACCOUNT NUMBER	REASON FOR LEAVING	DATE FOR LEAVING	SHARE PRICE	SHARE VALUE
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CUNDALL	JAMES WILLIAM	MR	45 TOWELS PASTURES CASTLE DONINGTON DERBYS DE74 2RX	685085046		31/03/1999	£1.0633	£4,356.34
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4,097 Shares

KEMP	ANTHONY STUART	MR	51 LIME GROVE DRAYCOTT DERBYS DE72 3NS	685219565		30/06/1999	£1.0633	£2,100.02
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1,975 Shares

							£1.0633	
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							£1.0633	
--	--	--	--	--	--	--	---------	--

							£1.0633	
--	--	--	--	--	--	--	---------	--

							£1.0633	
--	--	--	--	--	--	--	---------	--

$$6072 \times 1.0633 = 6456.35$$

6,072 Total Shares

Page Total: £6,456.36

$$6072 \times 0.20 = 1,214.40$$

$$1.0633 - 0.20 = 0.8633$$

$$0.8633 \times 6072 = 5,241.96$$

# ROLLS-ROYCE EARLY EXERCISERS 1995

SURNAME	FORNAME	TITLE	ADDRESS	ACCOUNT NUMBER	REASON FOR LEAVING	DATE FOR LEAVING	SHARE PRICE	SHARE VALUE	NUMBER OF SHARES	OPTION CERT. REC'D
MEYERS	HERMAN AUBREY	MR	4 PRIESTLAND AVENUE SPONDON DERBY DE21 7GQ	686798216		31/01/1999	£1.50	£5,302.50	3535	N
CUNDALL	JAMES WILLIAM	MR	45 TOWLES PASTURES CASTLE DONINGTON DERBY DE74 2RX	686814955		31/03/1999	£1.50	£4,419.00	2946	N
CLERKIN	THOMAS	MR	99 AURS ROAD BARRHEAD GLASGOW G78 2NX	686813150		26/03/1999	£1.50	£2,121.00	1414	N
KNIBBS	BRIAN KEITH	MR	509 UP EASTERN GREEN LA EASTERN GREEN COVENTRY CV5 7DR	686757188		31/03/1999	£1.50	£4,419.00	2946	N
REID	SAMUEL	MR	6 CRAIGTON ROAD JOHNSTONE PA5 8LU	686832554		29/01/1999	£1.50	£4,419.00	2946	N
WHEATLEY	ROBERT GEORGE	MR	25 MANIFOLD DRIVE ALVASTON DERBY DE24 0TR	686815919	EARLY RETIREMENT	26/03/1999	£1.50	£1,767.00	1178	N

$14,965 \times 0.20 = 2,993.00$   
 $1.50 - 0.20 = 1.30$   
 $1.30 \times 14,965 = 19,454.50$

1995  
 1995  
 1995

# ROLLS-ROYCE EARLY EXERCISERS 1997

SURNAME	FORNAME	TITLE	ADDRESS	ACCOUNT NUMBER	REASON FOR LEAVING	DATE FOR LEAVING	SHARE PRICE	SHARE VALUE	NUMBER OF SHARES	OPTION CERT. RECD
MEYERS	HERMAN AUBREY	MR	4 PREISTLAND AVENUE SPONDON DERBY DE21 7GQ	688232228		31/01/1999	£2.05	£1,029.10	502	N
CLERKIN	THOMAS	MR	99 AURS ROAD BARRHEAD GLASGOW G78 2NX	688173574		26/03/1999	£2.05	£1,391.95	679	N
							£2.05			
							£2.05			
							£2.05			
							£2.05			
							£2.05			

$1181 \times 0.20 = 236.20$   
 $2.05 - 0.20 = 1.85$   
 $1.85 \times 1181 = 2,184.85$