

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)

Company number

1003142

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

* Insert full name of company

1. Name of company

ROLLS-ROYCE plc

2. This section must be completed for all allotments

†Distinguish Description of shares † ORDINARY between ordinary, A Number allotted 33,500 preference, etc. £ £ £0.20 B Nominal value of each C Total amount (if any) paid or due and payable on £1.76 £ £ each share (including premium if any)

§ Complete
(a) or (b) as appropriate

Date(s) on which the shares we	ere allotted			
(a) [on 17 JUNE 1999	19]§, or		
(b) [from	19	to	19]§
The names and addresses of the given overleaf	ie allottees and	d the number of s	shares allotted to each sh	nould be

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):

J. WAVEREN ROUS-ROYCE Plc 01332-245878 For official use



4. Names and addresses of the allottees

Names and Addresses	s and Addresses Number of shares allot		llotted
	Ordinary	Preference	Other
PHILIP ALEXANDER ALDRED	33,500		
25 THE PARK PALE			
PARK ROYAL			
TUTBURY			
BURTON-ON-TRENT			
STAFFS			
DE13 9LB			
,			
Total	33,500		

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, co	ntinuation
sheets should be used and the number of sheets attached	ched should be
indicated in the box opposite:	-

Designation: HSSISAWA Signed-

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

Insert Director, Secretary, Administrator, Administrative Receiver, or Receiver (Scotland) as appropriate