

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

Return of allotments of shares

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

(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

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This section must be completed for all allotments

†Distinguish between ordinary, preference, etc.

ORDINARY Description of shares † ORDINARY A Number allotted 18,516 25,033 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) £1.7208 £1.3921 £

§ Complete (a) or (b) as appropriate

| Date(s) on which the shares wer | re allotted | | | | |
|---|---------------|--------|------|--|--|
| (a) [on 28 APRIL | 19 <u>_99</u> |]§, 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 | | | | | |

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

| 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)).
- Details of bonus issues should be included only in section 2.

Presentor's name, address, (if any): MR J WARREN COMPANY SECRETARY

telephone number and reference

ASSI STANT ROLLS-ROYCE PLC PO BOX 31 Page 1 DERBY

DE24 8BJ

For official use



4. Names and addresses of the allottees

| Names and Addresses | and Addresses Number of shares allotte | | liotted |
|--------------------------|--|--------------|---------|
| | Ordinary | Preference | Other |
| MR MICHAEL BERNARD RILEY | | | |
| 7 PASTURES AVENUE | | | |
| LITTLEOUER | | | |
| DERBY DE23 7BE | | | |
| DE23 78E | 43,549 | <u> </u> | |
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| Total | 43,549 | | |

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

| ndicated in the box opposite: | | | |
|-------------------------------|------------------------------|---------|---------------------------|
| ndicated in the box opposite: | ASSIS TANT Legionation t— | COMPANY | SECRETARY Date 28.04.9 |

Companies registered in England and Wales

Where the space given on this form is inadequate, continuation

sheets should be used and the number of sheets attached should be

or Wales should deliver this form to:-

The Registrar of Companies Companiès 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

Page 2

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