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

Return of allotments of shares

88(2)

(REVISED 1988)

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

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

1003142

1. Name of company

* Insert full name
of company

* ROLLS-ROYCE plc

2. This section must be completed for all allotments

† Distinguish
between
ordinary,
preference, etc.

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	3,784	112	
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	£

§ Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted
(a) [on 15 JANUARY 1999]§, 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)

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

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

For official use



4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PLEASE REFER TO THE ATTACHED LISTING	3,896		
Total	3,896		

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: 15.01.99

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

Companies registered in Scotland
should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZ

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

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
Motton	Thomas Alexander	Mr	126 Mayfield Road Edinburgh EH9 3AH	686787052	Company Sold	03/10/1998	£1.50	£354.00	236	N
Curson	Brian	Mr	8 Lowerhouse Crescent Burnley Lancs BB12 6LR	686835405	Retired	31/07/1998	£1.50	£1,128.00	752	N
Lind	Gordon Ramsay	Mr	50 Cousland Crescent Seafield West Lothian EH47 7AY	686787281	Company Sold	03/10/1998	£1.50	£1,419.00	946	N
Graham	Salvatrice	Mrs	57 Shakespeare Ave Bear Flat Bath BA2 4RG	688776743	Redundancy	31/07/1998	£1.50	£915.00	610	Y
Pease	David George	Mr	12 Durham Drive Fellgate Est Jarrow Tyne & Wear	686770974	Company Sold		£1.50	£732.00	488	
Leadbeatter	Stephen Dharl	Mr	Riverside Heaton With Oxcliffe Morecambe Lancs	686789306			£1.50	£1,128.00	752	Y

3784
Page Total £5,676.00
Page share total

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 REC'D
Lind	Gordon	Mr	50 Cousland Crescent Seafield West lothian EH47 7AY	688222508	Company Sold	03/10/1998	£2.05	£229.60	112	N
							£2.05			
							£2.05			
							£2.05			
							£2.05			
							£2.05			
							£2.05			
							£2.05			
<div> <div>112</div> <div>Page Total £229.60</div> <div>Page share total</div> </div>										