



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

Return of allotments of shares

88(2)

(REVISED 1988)

Please do not
write in this
margin

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

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

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

Company number

1003142

* Insert full name
of company

1. Name of company

* ROLLS-ROYCE plc

† Distinguish
between
ordinary,
preference, etc.

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	7,335	3,609	
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 13 NOVEMBER 1998]§, 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			

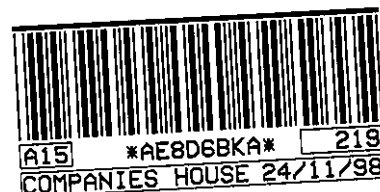
Notes

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 8BJ

For official use



Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
PLEASE SEE ATTACHED LIST			
Total	10,944		

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

□

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

Signed Arjun Designation: DIRECTOR Date _____

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

ROLLS-ROYCE EARLY EXERCISERS

SURNAME	FORNAME	TITLE	ADDRESS	ACCOUNT NUMBER	REASON FOR LEAVING	DATE FOR LEAVING	SHARE VALUE	SHARES	SCHEME	SHARE PRICE
AJMAL	KALWANT SINGH	MR	107 SANDWELL ROAD BIRMINGHAM B21 8NG	686784533	REDUNDANCY	30/09/1998	£1,720.50	1147	1996	£1.50
CHAPMAN	KENNETH	MR	12 HAMPSTEAD GARDENS HEDWORTH LANE EST JARROW TYNE & WEAR NE32 4LJ	686770648	REDUNDANCY	30/09/1998	£354.00	236	1996	£1.50
COLLINGW	WILLIAM	MR	12 VICTORIA STREET DUNSTON GATESHEAD TYNE & WEAR NE11 9AX	686770818	REDUNDANCY	30/09/1998	£1,372.50	915	1996	£1.50
ELLISON	KEITH	MR	52 MOUNTBATTEN AVE HEBBURN TYNE & WEAR NE31 2QE	686770303	REDUNDANCY	30/09/1998	£1,416.00	944	1996	£1.50
FOX	NORMAN	MR	37 CHRISTAIN FIELDS NURBURY LONDON SW16 3 JY	688191254	REDUNDANCY	30/09/1998	£1,767.10	862	1998	£2.05
HADDRICK	ADRIAN	MR	7 ST GEORGES COURT WARDLEY PARK EST GATESHEAD TYNE & WEAR					P.T.O.		

ROLLS-ROYCE EARLY EXERCISERS

			NE10 8ED	688199107	REDUNDANCY	30/09/1998	£799.50	390	1998	£2.05
HOLMES	WILLIAM YOUNG	MR	35 LINCOLN WAY FELLGATE ESTATE JARROW TYNE & WEAR NE32 4JU	688208521	REDUNDANCY	30/09/1998	£196.80	96	1998	£2.05
HOOD	COLIN	MR	19 MONKSIDE CLOSE LAMBTON WASHINGTON TYNE & WEAR	686813851	REDUNDANCY	30/09/1998	£411.00	274	1996	£1.50
KIRBY	JAMES BERESFORD	MR	19 ENNERDALE WASHINGTON TYNE & WEAR NE37 1BN	686796221	REDUNDANCY	30/09/1998	£685.50	457	1996	£1.50
MCGRAY	HARRY	MR	14 BEVERLEY CLOSE BRUNTON PARK NEWCASTLE NE3 5NU	688229979	REDUNDANCY	30/09/1998	£799.50	390	1998	£2.05
MYERS	EDWIN	MR	16 QUEEN STREET BIRTLEY CHESTER LE STREET CO AURHAM DH3 1ED	688236908	REDUNDANCY	30/09/1998	£323.90	158	1998	£2.05
NESBITT	DAVID BLAIR	MR	75 MARLBOROUGH ST SOUTH SHIELDS TYNE & WEAR NE33 4DA	686770338	REDUNDANCY	30/09/1998	£685.50	457	1996	£1.50
OLIVER	PHILIP RICHARD	MR	22 THE GREEN NORTON							

ROLLS-ROYCE EARLY EXERCISERS

			STOCKTON ON TEES	686844048	REDUNDANCY	30/09/1998	£685.50	457	1996	£1.50
			TS20 1EJ							
PORTRHO	PAUL	MR	164 FINCHALE ROAD HEBBURN							
			TYNE & WEAR	686770362	REDUNDANCY	30/09/1998	£1,416.00	944	1996	£1.50
SIMPSON	BRIAN	MR	37 WORDSWORTH AVE SINFIN							
			DERBY							
			DE24 9HQ	688258707	REDUNDANCY	30/09/1998	£1,744.55	851	1998	£2.05
STAINSBY	ROY EDWARD	MR	319 ALFRETON ROAD LITTLE EATON							
			DERBY							
			DE21 5AE	688263999	REDUNDANCY	30/09/1998	£1,767.10	862	1998	£2.05
STENSON	KEITH	MR	2 STUART COURT KINGSTON PARK							
			NEWCASTLE							
			NE3 2QF	686770729	REDUNDANCY	30/09/1998	£1,029.00	686	1996	£1.50
TAYLOR	PETER	MR	56 STIRLING AVENUE PRIMROSE							
			JARROW							
			TYNE & WEAR							
			NE32 4JS	686770508	REDUNDANCY	30/09/1998	£885.00	590	1996	£1.50
WILLIS	DENISE ROSS	MRS	40 MARLOW WAY WHICKHAM							
			NEWCASTLE							
			NE16 5RH	686770540	REDUNDANCY	30/09/1998	£342.00	228	1996	£1.50

10,944