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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)

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

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

Please do not
write in this
margin

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

Company number

1003142

1. Name of company

*	ROLLS-ROYCE plc
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2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	4,722	780	
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	£

†Distinguish
between
ordinary,
preference, etc.

Date(s) on which the shares were allotted

(a) [on 5 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

§ 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

ASSISTANT COMPANY SECRETARY
ROLLS-ROYCE plc
PO Box 31

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DERBY

DEPT 93T

For official use



Please do not
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**Please complete
legibly, preferably
in black type, or
bold block lettering**

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

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

SURNAME	FORNAME	TITLE	ADDRESS	ACCOUNT NUMBER	REASON FOR LEAVING	DATE FOR LEAVING	SHARE VALUE	SHARES	SCHEME	SHARE PRICE
BLACK	ARCHIBALD	MR	19 HAILES GARDENS EDINBURGH EH123 QJL	686788121 688161525	RETIREMENT	31/05/1998	£2,833.50 £709.30	1889 346	1995 1997	£1.50 £2.05
CURTIS	SANDRA ELIZABETH	MS	91 AVEBURY PLACE EASTFIELD LEA CRAMLINGTON NE23 9UW	686777693	REDUNDANCY	29/05/1998	£708.00	472	1995	£1.50
GRIME	COLIN JOHN	MR	28 CHILTERN ROAD CULCHETH WARRINGTON CHESHIRE WA3 4LL	688198305	REDUNDANCY	08/05/1998	£889.70	434	1997	£2.05
WELCH	CHRISTOPHER ROBERT	MR	33 GROSVENOR ROAD JESMOND NEWCASTLE UPON TYNE NE2 2RL	686809625	REDUNDANCY	30/05/1998	£3,541.50	2361	1995	£1.50
							£8,682.00	5502		

C 1.50 G 2.05

4722 x 0.20 = 944.40
1.50 - 0.20 = 1.30
1.30 x 4722 = 6,138.60

780 x 0.20 = 156.00
2.05 - 0.20 = 1.85
1.85 x 780 = 1,443.00

944.40
156.00
1,100.40
6,138.60
1,443.00
7,581.60

£ 8,682.00