

**G**

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  
marginTo 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

|                   |
|-------------------|
| * ROLLS-ROYCE PLC |
|-------------------|

\* Insert full name  
of company

## 2. This section must be completed for all allotments

† Distinguish  
between  
ordinary,  
preference, etc.

| Description of shares †  | ORDINARY | ORDINARY |   |
|--|----------|----------|---|
| A Number allotted  | 2,152    | 952      |   |
| 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 12 OCTOBER 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.<br>Please use percentage. |  |  |  |
| E Consideration for which the<br>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 WARRENASSISTANT COMPANY SECRETARY  
ROLLS-ROYCE PLC  
PO Box 31  
Page 1 DERBY  
DE24 8BJ

For official use

A24 \*AW8TTANX\* 174  
COMPANIES HOUSE 22/10/98  
COMPANIES HOUSE 16/10/98

[illegible]

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

□ □ □ □ □

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

Signed Feburra Designation: DIRECTOR Date 12.10.98

Companies registered in Scotland  
should deliver this form to:-

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

ROLLS-ROYCE EARLY EXERCISERS

| SURNAME  | FORNAME      | TITLE | ADDRESS  | ACCOUNT<br>NUMBER          | REASON FOR<br>LEAVING | DATE FOR<br>LEAVING | SHARE<br>VALUE       | SHARES     | SCHEME       | SHARE<br>PRICE |
|----------|--------------|-------|--|----------------------------|-----------------------|---------------------|----------------------|------------|--------------|----------------|
| WEBSTER  | MARTIN       | MR    | 11 ELSDON DRIVE<br>FOREST HALL<br>NEWCASTLE UPON TYNE<br>NE12 9RH      | 686 805 778<br>688 278 155 | REDUNDANCY            | 30/04/1998          | £1,545.00<br>£196.80 | 1030<br>96 | 1995<br>1997 | £1.50<br>£2.05 |
| TRAFFORD | DAVID EDWARD | MR    | 54 WANSFORD CLOSE<br>BILLINGHAM<br>TS23 3NQ                            | 686 814 076<br>688 272 297 | REDUNDANCY            | 24/04/1998          | £685.50<br>£161.95   | 457<br>79  | 1995<br>1997 | £1.50<br>£2.05 |
| GALES    | CYRIL        | MR    | 17 CRATHIE<br>BIRTLEY<br>CO DURHAM<br>DH3 1QJ                          | 688 192 447                | REDUNDANCY            | 17/04/1998          | £1,592.85            | 777        | 1997         | £2.05          |
| DINNING  | MAUREEN T    | MRS   | 6 STONECROFT GARDEN<br>HAYDON GRANGE<br>NEWCASTLE UPON TYNE<br>NE7 7GD | 686 783 731                | REDUNDANCY            | 12/06/1998          | £997.50              | 665        | 1995         | £1.50          |
|          |              |       |  |                            |                       |                     | £5,179.60            | 3104       |              |                |

2152 @ 1.50  
952 @ 2.05

2152 x 0.20 = 430.40  
1.50 - 0.20 = 1.30  
1.30 x 2152 = 2,797.60

952 x 0.20 = 190.40  
2.05 - 0.20 = 1.85  
1.85 x 952 = 1,761.20

430.40  
190.40  
620.80  
2,797.60  
1,761.20  
4,558.80

15,179.60