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

**Return of allotments of shares****88(2)**

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Pursuant to Section 88(2) of the Companies Act 1985  
(the Act)(Revised 1988)  
This form replaces forms  
PUC2, PUC3 and 88(2).

To the Registrar of Companies

Companies House  
Crown Way  
Maindy  
Cardiff CF4 3UZ

Company Number

1003142

**1 Name of Company**Insert full name  
of company

Rolls Royce PLC

**2 This section must be completed for all allotments**1. Distinguish  
ord, pref, etc

Descriptions of Shares <sup>1</sup>	ORDINARY		
A Number Allotted	7,351,220		
B Nominal Value of Each	20P		
C Total Amount (if any) paid or due and payable on each share (including premium if any)	277.85p		

Complete a or b

Date(s) on which the shares were allotted	
(a) [on 6 JULY 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).

Submitted by:  
The Royal Bank of Scotland Plc  
Registrar's Department  
PO Box 82  
Caxton House Redcliffe Way  
Bristol BS99 7NH

For Official Use

computer share services

Post Room:

Our ref :

A05 \*APT3TAB9\* 332  
COMPANIES HOUSE 10/10/98

[illegible]

SEE ATTACHED

*Alma*

DIRECTOR

9 JUNE 1998

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

# G

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

## Return of allotments of shares

# 88(2)

(REVISED 1988)

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

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

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

* <u>ROLLS-ROYCE plc</u>
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### 2. This section must be completed for all allotments

† Distinguish  
between  
ordinary,  
preference, etc.

Description of shares †	ORDINARY		
A Number allotted	111,399		
B Nominal value of each	£0.20p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£2.7785p	£	£

§ Complete  
(a) or (b) as  
appropriate

Date(s) on which the shares were allotted
(a) [on <u>6 JULY</u> 19 <u>98</u> ]§, or
(b) [from <u>                    </u> 19 <u>          </u> to <u>                    </u> 19 <u>          </u> ]§
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): Computershare

For official use

Post room

~~THE ROYAL BANK OF SCOTLAND PLC~~  
REGISTRAR'S DEPARTMENT  
PO BOX 82  
Page 1 CAXTON HOUSE REDCLIFFE WAY  
BRISTOL BS99 7NH

#### 4. Names and addresses of the allottees

Please do not  
write in the  
margin

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

[illegible]

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:

11/11/2011

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

Signed [Signature] Designation: DIRECTOR Date 11.06.98

**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

# LIST OF ADJUSTMENTS TO RETURN OF ALLOTMENT

**Rolls Royce PLC plc scrip dividend payable 6 July 1998**

Name	Adjustments
Amount shown on end of CREST Allotment List	<b>7,084,103</b>
Twenty-Nine Gracechurch Street Nominees Limited a/c RSB	+2,996
Twenty-Nine Gracechurch Street Nominees Limited a/c 8806A	+78,818
Twenty-Nine Gracechurch Street Nominees Limited a/c 8241C	+2,560
Twenty-Nine Gracechurch Street Nominees Limited a/c 008251E	+2,627
Twenty-Nine Gracechurch Street Nominees Limited a/c GAM	+147,158
Twenty-Nine Gracechurch Street Nominees Limited a/c 5782A	+32,768
Barclays Nominees (Gracechurch) Limited a/c 6317A	+19
Barclays Nominees (Gracechurch) Limited a/c 6145A	+149
Barclays Nominees (Gracechurch) Limited a/c 6280	+23
Mr Alan Thomas Currell	-3
Mr R E Ramage a/c PTR	+2
Hambros Bank (Nominees) Limited a/c UK	+35,346
Rood Nominees Limited a/c 015377	+1,345
MGX Nominees Limited a/c C	+13,316
Mirgrip Nominees Limited a/c CZ	+10
Broca Nominees (M & G Group) Limited a/c GUS	+7,124
Broca Nominees (M & G Group) Limited a/c SSPS	+4,340
Broca Nominees (M & G Group) Limited a/c ATPS	+1,810
Broca Nominees (M & G Group) Limited a/c F	+2,998
Broca Nominees (M & G Group) Limited a/c Z	+3,741
Broca Nominees (M & G Group) Limited a/c SWB	+2,870
Broca Nominees (M & G Group) Limited a/c UB	+2,070
Broca Nominees (M & G Group) Limited a/c EMI	+4,395
Broca Nominees (M & G Group) Limited a/c CV	+15,340
Broca Nominees (M & G Group) Limited a/c ELEC	+4,793
Broca Nominees (M & G Group) Limited a/c E	+439
Broca Nominees (M & G Group) Limited a/c B	+7,769
Broca Nominees (M & G Group) Limited a/c THOR	+3,474
Rood Nominees Limited a/c KBGEN	+26
NatWest Securities Limited	+120
MGX Nominees Limited a/c HIGF	+73
<b>TOTAL SHARES ALLOTTED</b>	<b>7,462,619</b>

FORM ML8/1



**A**

**BULK LIST OF ALLOTMENT OF SHARES**

**A BULK LIST OF ALLOTMENTS FOR THIS COMPANY HAS BEEN  
LODGED BUT DOES NOT APPEAR ON THIS MICROFICHE.**

**IF YOU WISH TO SEARCH THE LIST, PLEASE ENQUIRE AT THE  
SEARCH CONTROL COUNTER.**

**COMPANY NUMBER** 1003142