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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 margin

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

Company number	
1003142	

* Insert full name of company

† Distinguish

between ordinary,

preference, etc.

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

Name of company

* ROLLS-ROYCE plc

2. This section must be completed for all allotments

Description of sharest ORDINARY ORDINARY A Number allotted 984 752 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) £ £ 1.0633 £ 1.50

§ Complete (a) or (b) as appropriate

Dat	e(s) on which the shares wer	e allotted				
(a)	[on 14 NOVEMBER	19 <u>_97</u>]§, 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				-	
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	 		<u> </u>		

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)).

For official use

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



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

Names and Addresses	Numb	Number of shares allotted 4		
	Ordinary	Preference	Other	
MR DAVID JOHN TOVEY	-			
17 SWALLOW PARK				
THORNBURY				
BRISTOL BS12 1LR	984			
MR BRYAN JOHN OWEN				
129 CAMPION DRIVE			·· <u>·</u> ·	
BRADLEY STOKE NORTH BRISTOL BS12 OEW	752			
DATE VIII				
<u> </u>				
	_			
			<u></u>	
То	tal 1,736			

Total	1,736				
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: Signed Designation = 14 NOVEMBER Date					
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	David O			