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

Return of allotments of shares

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

(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)

2. This section must be completed for all allotments

Please complete Company number legibly, preferably in black type, or bold block lettering 1003142 1. Name of company ROLLS-ROYCE plc

* Insert full name of company

† Distinguish between

ordinary, preference, etc.

§ Complete (a) or (b) as

appropriate

Description of shares†	ORDINARY	ORDINARY	
A Number allotted	15,360	1,511	
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	£

Date(s) on which the shares were allotted 9 JUNE _19____]§, or [on_ __ 19 _____ to _ [from_ 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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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 P O BOX 31 DE24 8BJ DERBY

Post room

COMPANIES HOUSE 12/06/97

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	Number of shares allotted			
	Ordinary	Preference	Other	
MR JOHN BAYLISS, 206 MAIN STREET,			-	
HORSLEY WOODHOUSE, DERBY, DE7 6AX	1,780			
MISSJILLIAN COLLIN, 34 GLEBE CRESCENT	-,			
STANLEY, DERBYS, DE7 6FL	890			
MR_NIGEL STEPHEN DENTON,	· · · · · · · · · · · · · · · · · · ·			
70 NORTH DRIVE, WOODCROFT GREEN,		,		
HEBBURN, TYNE & WEAR, NE31 1EW	356			
MR MICHAEL JOHN DOLMAN,				
61 WITNEY ROAD, BASWICH,				
STAFFORD, ST17 OBX	1,502			
MR JOHN WILLIAM HARRISON,				
208 SANDBED LANE, BARGATE, BELPER,	···			
DERBYSHIRE, DE56 OSN	693			
MR H MORGAN, 19 LOUGHBOROUGH ROAD,				
HOTON, LOUGHBOROUGH, LE12 5SF	1,635			
MR THOMAS DEREK SULLIVAN.			:	
7 MEMORIAL ROAD, ALLESTREE,				
DERBY, DE3 22NN	7,066			
MR TERENCE WARDLE, 14 ALBERT ROAD,	2,949			
RIPLEY, DERBYS, DE5 3FZ Total	16,871			

Companies registered in England and Wales or Wales should deliver this form to:— The Registrar of Companies Companies House	should d	Companies registered in Scotland should deliver this form to:— The Registrar of Companies Companies House		
sheets should be used and the number of sheets be indicated in the box opposite: Signed	s attached sh	ould	09.06.97	\$ Insert Director, Secretary, Administrator, Administrative Receiver, or Receiver (Scotland) as appropriate
RIPLEY, DERBYS, DE5 3FZ Total Where the space given on this form is inadequa				
MR TERENCE WARDLE, 14 ALBERT ROAD,	2,949		:	

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