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

Return of allotments of shares

88(2)

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

To the Registrar of Companies (address on page 2)
(see note 1)(REVISED 1988)
This form replaces forms
PUC2, PUC3 and 88(2)

Company Number

1003142

1. Name of company

insert full name
of company

ROLLS-ROYCE plc

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc

Description of shares †	Ordinary	Ordinary	Ordinary
A Number allotted	3,001	21,043	3,773
B Nominal value of each	0.20p	0.20p	0.20p
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.4501	£1.0633	£1.50

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 17 March 1997] s, or

(b) [from to] s

The names and addresses of the allottees and the number of shares allotted to each should be given on page 2

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):**W F Boldison**
Company Secretariat
Rolls-Royce plc
PO Box 31
Derby
DE24 8BJ

For official use

Post room




4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
Harris, J V, 100 Broom Leys Road, Coalville, Leicester, LE67 4DB	1,746		
Graham, M R, Wingrove House, Wingrove, Rowlands Gill, Tyne & Wear, NE39 1DT	4,798		
Mansfield, K R, 6 Walshe Avenue, Chipping Sodbury, Bristol, BS17 6NR	5,633		
Meiklejohn, R G, 52 Heathfield Road, Thurso, Caithness, KW14 7NJ	189		
Barker, A J, 176 Wragley Way, County View, Sinfen, Derby, DE24 3DZ	4,280		
Louch, D A, 135 Fairfield Road, Buxton, Derbyshire, SK17 7DU	500		
Haynes, J S, Cornerfield House, Yeaveley, Ashbourne, Derbyshire, DE6 2DT	1,351		
Lee, C W, 26 Stiles Road, Alvaston, Derby, DE24 0PG	1,764		
Scott, G H, Whiteoaks, Chapel Hill, Newport Berkeley, Glos, GL13 9PY	5,869		
Dobing, D J, 42 Linton Road, Low Fell, Gateshead, Tyne & Wear, NE9 6XL	1,687		
Total	27,817	0	0

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:

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

Signed  Designation § DIRECTOR Date 17.03.97

Companies registered in England and Wales
or Wales should deliver this form to:-
The Registrar of Companies
Companies House
Crown Way
Cardiff CF4 3UZ

Companies registered in Scotland
should deliver this form to:-
The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh EH1 2EB