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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	2,977	15,551	150
B Nominal value of each	0.20	0.20	0.20
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 **29 January 1997**] \$, or

(b) [from to ] \$

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			

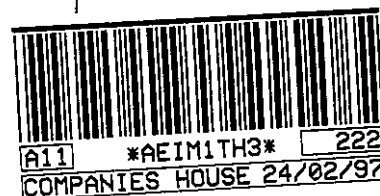
## NOTES

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.

Presenter's name, address, telephone  
number and reference (if any):

For official use

Post room



4. Names and addresses of the allottees

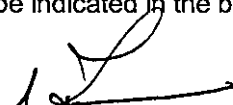
Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
A LATIMER: 7 ALBERT PLACE, ANNAN, DUMFRIESSHIRE DG12 5DH	598		
J P STEPHENS: 210 FILTON AVENUE, HORFIELD, BRISTOL BS7 0AZ	1,046		
R J PRICE: 39 THE WOODLANDS, MELBOURNE, DERBYSHIRE DE73 1DP	2,642		
G E R WARDIE: 22 BRIXHAM AVENUE, LOW FELL, GATESHEAD, TYNE & WEAR NE9 6XH	541		
P R C ELLIS: 25 BURLEY HILL, ALLESTREE, DERBY DE22 2ET	2,436		
K E BROWN: 1 CHURCH CLOSE, WILLINGTON, DERBY DE65 6EN	1,346		
M J BARNES: 20 HARTINGTON WAY, MICKLEOVER, DERBY DE3 5BG	847		
N J RUBY: POSTERN HOUSE, TURNDITCH, BELPER, DERBYSHIRE DE56 2LX	5,234		
F STONE: 11 SHELLEY ROAD, SWADLINCOTE, DERBYSHIRE DE11 0DY	1,346		
D P HARPLEY: 16 NEWDIGATE STREET, WEST HALLAM, DERBY DE7 6GZ	2,642		
Total	18,678	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:

0

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

Signed



Designation §

Director

Date

13 February 1999

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