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

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

CHA192

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 CompanyInsert full name
of company

ROLLS ROYCE PLC

2 This section must be completed for all allotments1. Distinguish
Ord, pref, etc

Descriptions of Shares ¹	ORDINARY		
A Number Allotted	580,281		
B Nominal Value of Each	20p		
C Total Amount (if any) paid or due and payable on each share (including premium if any)	265.1p		

Complete a or b

Date(s) on which the shares were allotted

(a) [on 6 JANUARY 1997], 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			

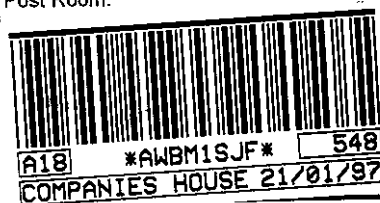
Notes

- 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**

Post Room:

Our ref :

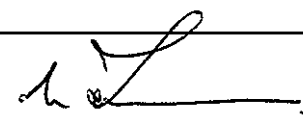


* Names and Addresses of the allottees

Names and Addresses	Number of Shares Allotted		
	Ordinary	Preference	Other
SEE ATTACHED LISTING	580,281		
	REF	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.

Signed



Designation

DIRECTOR

Date

6.1.97

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

FORM ML8/1



A

BULK LIST OF ALLOTMENT OF SHARES

A bulk list (over 10 pages) of allotments for the company named below has been lodged but does not appear on microfiche.

If you wish to search the list, please enquire at the Search Control Counter.

Company Number 1003142

Company Name ROLLS ROYCE PLC

Date of Allotments 6-1-97