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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)

(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

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

- * Insert full name of company
- † Distinguish between ordinary, preference, etc.
- § Complete (a) or (b) as appropriate

1.	Name	of	company	

- ROLLS—ROYCE plc
- 2. This section must be completed for all allotments

Description of shares†	ORDINARY	ORDINARY	
A Number allotted	40,342	24,826	
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)	£ 1.3921	£1.2470	£

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):

For official use



 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
MRS M J GRIMSHAW	65,168		
NORTH VIEW			
29 DUNDRY LANE			
DUNDRY			
BRISTOL BS18 8JG			
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Total	65,168		

Total	65,168			
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 23.8.96				
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	The Registra			

Companies House Crown Way Maindy Cardiff CF4 3UZ

The Registrar of Companies Companies House

37 Castle Terrace Edinburgh EH1 2EB

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