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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

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	930	22,380	80
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 04/06 1996] , or §

(b) [from 19 to 19] §

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 allotment
2. If the allotment is wholly or partly other than for cash, the company must deliver to the Registrar return containing the information at D & E. The company may deliver this information by completion and the delivery of the information must be accompanied by the duly stamped contract required by s 88(2) (b) of the Act or by duly stamped prescribed particulars required by section 88(3) (Form No. 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
ROLLS-ROYCE plc
PO BOX 31
DERBY
DE24 8BJ

For official Use

Post room

BLUEPRINT®



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Names and Addresses	Number of shares allotted
D W KNIGHT	2164
8 BRIDGE GARDENS	
FARNBOROUGH	
BATH	
BA3 1DF	
J M PHILLIPS	558
7 WINDSOR AVENUE	
LITTLEOVER	
DERBY	
DE23 7ER	
R C BISHOP	733
103 OTTRELLS MEAD	
BRADLEY STOVE NORTH	
BRISTOL	
BS12 0AL	
R H FLEETWOOD	2114
89 CARLTON ROAD	
DERBY	
DE23 6HE	
D J MOORE	2164
15 HIGHGROVE DRIVE	
CHELLASTON	
DERBY	
DE73 1XA	
M E HARRIS	775
16 WOODSTOCK AVENUE	
REDLAND	
BRISTOL	
BS6 6EN	

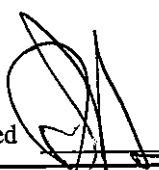
4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
J E HOBSON	490		
233 GOLDINGTON ROAD			
BEDFORD			
BEDFORDSHIRE			
MK14 9PH			
D H EDWARDS	438		
ELMS COTTAGE INGLEBY			
STANTON-BY-BRIDGE			
DERBYSHIRE			
DE73 1HN			
P J MEGELNEY	2368		
18 NEW STREET			
CUBBINGTON			
LEAMINGTON SPA			
WARWICK CV32 7LA			
W T TRUMAN	5390		
TALL TREES			
WESTERLEIGH ROAD			
PUCKLECHURCH			
BRISTOL BS17 3RD			
Total	23390		

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 4.6.96

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
100-102 George Street
Edinburgh EH2 3DJ