

Return of allotments of shares

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

88 (2)

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
A Number allotted	8,603	16,731
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)	£ 1.4501	1.0633

Date(s) on which the shares were allotted

(a) [on 16/04 1996] , or s

(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

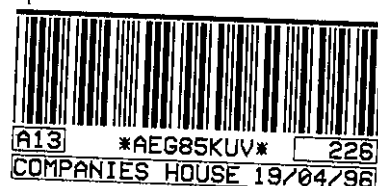
1. This form should be delivered to the Registrar of Companies within one month of the (first) date allotment
2. If the allotment is wholly or partly other than for cash, the company must deliver to the Registrar return containing the information at D & E. The company may deliver this information by 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. 20)
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



Names and Addresses	Number of shares allotted
A BURNHAM	958
10 ROWAN DRIVE	
RUGBY	
WARKS	
CV22 7JN	
S R WATSON	1206
55 KIRKTON ROAD	
CAMBUSLANG	
GLASGOW	
G72 8LFY	
A F MOTTRAM	556
4 MILL FLEAM	
HILTON	
DERBYSHIRE	
DE65 5HE	
D R GARDNER	2902
TOP FLAT 'HEATHLANDS'	
BRIDGE ROAD	
LEIGH WOODS	
BRISTOL BS8 3PA	
D J COLLINS	1047
23 GLENWOOD ROAD	
CHELLASTON	
DERBY	
DE73 1UB	
C R POWNEY	3139
81 QUEENSHOLM CRESCENT	
DOWNEND	
BRISTOL	
BS16 6LH	

Names and Addresses	Number of shares allotted
D J MONTGOMERY	834
6 DRUMSACK AVENUE	
NUIRMEAD	
CHRYSTON	
GLASGOW G69 9AR	
D J McGLASHAN	5736
24 HOLEBURN ROAD	
NEWLANDS	
GLASGOW	
G43 2XW	
S LOCKWOOD	715
7 MARLBOROUGH DRIVE	
BELPER	
DERBYSHIRE	
DE56 1LB	
C W RUDD	1072
362 BOULTON LANE	
ALLENTON	
DERBY	
DE24 9DJ	
J AIRD	635
122 SYCAMORE CRESCENT	
GREENHILLS	
EAST KILBRIDE	
GLASGOW G75 9TY	
E A FREE	1271
7 BEECH DRIVE	
ASHBOURNE	
DERBYSHIRE	
DE6 1HL	


4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
E F TATE	2047		
22 IVANHOE			
MONKSEATON			
WHITLEY BAY			
TYNE & WEAR NE25 9AW			
J F KINGNDSAY	1072		
2 PRIMROSE COTTAGES			
HAZELWOOD HILL			
HAZELWOOD			
BELPER DE56 4AD			
P W STRONG	1072		
ENGLISH STONES			
NEW PASSAGE			
PILNING			
BRISTOL BS12 3NG			
A STEWART	1072		
24 FAULDSHIELD ROAD			
RENFREW			
PA4 0RY			
Total	25334		

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:

2

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

Signed  Designation § DIRECTOR Date 16.4.96

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