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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

Description of shares [†]	ORDINARY	ORDINARY
A Number allotted	2,346	13,802
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] s

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.

Presenter'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



A13 *AEG86KUW* 227
COMPANIES HOUSE 19/04/96

BLUEPRINT®

Names and Addresses	Number of shares allotted
J C W TILLEY	1072
172 NOTTINGHAM ROAD	
BORROWASH	
DERBY	
DE72 3FQ	
W H SIMMONS	437
27 FIRLEE	
HAIRMYRES	
EAST KILBRIDE	
G75 8SZ	
A L HARRISON	953
6 DUNSMORE DRIVE	
OAKWOOD CROFT	
OAKWOOD	
DERBY DE21 2JA	
J D TOPLIS	397
10 WEST CROFT AVENUE	
LITTLEOVER	
DERBY DE23 7NN	
R A WALTER	1271
6 MELVILLE CLOSE	
HULLAND WARD	
DERBYSHIRE	
DE6 3FY	
D A KNIGHT	556
16 OLVESTON ROAD	
HORFIELD	
BRISTOL	
BS7 9PB	

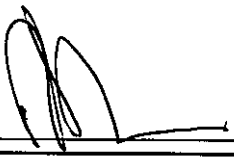
4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
P A HOLLAND	3774		
44 HILLCROSS AVENUE			
LITTLEOVER			
DERBY			
DE23 7FW			
MARK HARRIS	4451		
62 THE CHASE			
SINFIN			
DERBY			
DE24 9PD			
D A HEARNE	814		
58 BROOK ROAD			
MONGOTSFIELD			
BRISTOL			
BS17 3DY			
T M AMBROSE	2423		
40 YES TREE AVENUE			
OCKBROOK			
DERBY			
DE72 3TB			
Total	16148		

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:

1

§ 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