

1003142

ROLLS-ROYCE plc

| Description of shares [†] | ORDINARY | ORDINARY |
|--|----------|----------|
| A Number allotted | 5,925 | 5,338 |
| 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) | £ 1.4634 | 1.0731 |

The names and addresses of the allottees and the number of shares allotted to each should be given on page 2

| | | |
|---|---|--|
| D | Extent to which each share is to be treated as paid up. Please use percentage | |
| E | Consideration for which the shares were allotted | |
| | | |
| | | |

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 completing 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.

A10 *A19CBB43* 361
COMPANIES HOUSE 05/05/95

Page 3

4. Names and addresses of the allottees

| Names and Addresses | Number of shares allotted | | |
|---------------------|---------------------------|------------|-------|
| | Ordinary | Preference | Other |
| JOHN VAUGHAN ROOKS | 1743 | | |
| 20 GRANGE CLOSE | | | |
| TICKNALL | | | |
| DERBYSHIRE | | | |
| DE73 1LF | | | |
| | | | |
| IAN KENNETH GILLET | 1394 | | |
| 148 STATION ROAD | | | |
| KNOWLE | | | |
| SOLIHULL | | | |
| B93 0EP | | | |
| | | | |
| ROY BOSSONS | 2802 | | |
| 60 BRIARWOOD WAY | | | |
| LITTLEOVER | | | |
| DERBY | | | |
| DE23 7TA | | | |
| | | | |
| HARRY KENNEDY | 2789 | | |
| DRUMMUIE | | | |
| WESTSIDE DUNNETT | | | |
| NR THURSO | | | |
| CAITHNESS KW14 8YD | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| Total | 11,263 | | |

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 S. Miller Designation § DIRECTOR Date 25.4.95

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