

† distinguish between ordinary preference, etc

g complete (a) or (b) as appropriate

COMPANIES FORM No. 88(2)(Rev 1988) Return of allotments of shares

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



To the Registrar of Companies (address on page 2)

(REVISED 1988)

| (see note 1) | This form replaces forms PUC2,PUC3 and 88(2) Company Number 1003142 |
|--|---|
| Name of company ROLLS-ROYCE plc | |
| 2. This section must be completed for all allotments | |
| Description of shares † | ORDINARY |
| A Number allotted | 713 |
| B Nominal value of each | £ 0.20 |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | £ 1.092 |
| (a) [on | ber of shares allotted to each |
| 3. If the allotment is wholly or partly other than for cas be given (see notes 2 & 3) | h the following information must |
| 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 |

- 2. If the allotment is wholly or partly other than for cash, the company must deliver to the Registr 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 88(2)(b) of the Act or by duly stamped prescribed particulars required by section 88(3)(Form No.

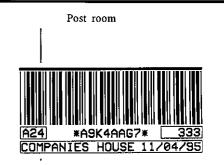
For official Use

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 **PO BOX 31** DERBY

ROLLS-ROYCE plc DE24 8BJ



BLUEPRINT'

CH APP Page 1

4. Names and addresses of the allottees

| Names and Addresses | Number of shares allotted | | | | |
|---------------------|---------------------------|------------|-------|--|--|
| | Ordinary | Preference | Other | | |
| Miss J E Wiltshire | 713 | | | | |
| 27 Pettigrove Road | | | | | |
| Kingswood | | | | | |
| Bristol | | | | | |
| BS15 2SN | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| Total | 713 | | | | |

| Where 1 | the space | given on | this | form: | is | inadequate, | continuation |
|----------|------------|-----------|------|-------|----|---------------|--------------|
| sheets s | hould be | used and | the | numbe | r | of sheets att | ached |
| should l | be indicat | ed in the | box | oppos | it | e: | |

0

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

Signed

Designation

D wellor

Date 6 Asia 1995

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