

COMPANIES FORM No. 363

Annual return of a company





Pursuant to sections 363 and 364 of the Companies Act 1985

Note The appropriate fee should accompany this form

Please do not write ii) this mero-

Company number For official use 10001142

Please complete legitive preferably in black type, or bold block lettering

* ineart full name of company

f if the company has a share capital, this date must be the 14th day after the annual general mesting

Annual return of mote 1)

To the Registrar of Companies

ROLLS-ROYCE plc

The information in this return is as at

t.(The date of this return note 1) 19 88 7 June

Address of registered office of the company

65 Buckingham Gate, London SWIE 6AT Postcode

Total amount of indebtedness of the company in respect of mortgages and charges (note 2).

£ 680,187

If different from the registered office, state address where the register of members or any register of debenture holders or any duplicate or part of any register of debentures is kept or may be inspected.

Register of members

National Westminster Bank PLC, PO Box 82, Caxton House, Redcliff's Way, Bristol BS99 7NH

Register of debenture holders

Particulars of the secretary

Anthony Warrington Name (notes 3 and 4) Previous name(s)(note 3) None Fern Grove, Welwyn Garden City, Herts Address (notes 4 and 5) ALS 7ND Postcode

‡ only pages 1 and 2 need be completed in the case of a company without share capital

senter number of continuation sheets attached

continuation sheets] We certify this return which comprises pages 1, 2, [3, 4, 5 and 6]‡ [plus§ ___5_ and microfiche

Signed

Director, and

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Secretary

Presentor's name address and reference (if any):

Mr W F Boldison Assistant Company Secretary Rolls-Royce plc PG Box 31 Derby DES 88J

For official Use General Section

N.W.050820 #20 CORE . IN . . Marian * JU1 *** ? U. ...i 15 h M

Particulars of the	re director(s) of the company	Business Occupation
Name includi	Gordon Robert Higginson	Chartered Engineer
Previous name		Nationality Brit ish
Addressinote 5)	Birchwood, Heatherlands Road, Chilworth, Southampton	Date of birthoote9
	Postcode SO, 7JD	8 November 1929
Other relevant	past or present directorships* water81	A Company of the Comp
Chilworth	Centre Limited	and the second of the second o
Į		

Name(note 3) James Ogilvie	Keir	Business Occupation Director, Supply Rolls-Royce plc
Previous name(s)(note 3) None		Nationality
LIEALOGO LIGHTIO (O) WARE OF		British
Address(note 5) 'Grayrigg'	, Mill Hill Lane,	
Winshill,	Burton-on-Trent,	Date of birth(note 9) 13 April 1939
Staffs	Postcode DE15 OBB	10 Apr 122 1000
Other relevant past or present		

	Air Chief Marshal	Sir Doug	las Charles Lowe	Business Occupation
Name(note 3)		OTI DOGS	200	Director
	GCB, DFC, AFC			Nationality
Previous nar	ne(s)(note 3) None			-
	5) Westland Cottage	. Marior H	louse, Byfleet,	British
Addressillote	Surrey			Date of birth(note 9) 14 March 1922
	x	Postcode	KT14 7RS	
Other releva	ant past or present direc	torships* (no	10 8) Mercury Commun	nications Limited (to
1985), R	oyal Ordnance PLC	(to 1987)	, Bank III Holding	gs Ltd, Bank III Radio
Ltd (to				

Name(note 3) Stewart Crichton	Miller	Business Occupation Director, Corporate Engineering, Rolls— Nationality Royce plc
Previous name(s)(note 3) None		Mationality
Address(Note 5) The Old School	House,	British
Bradbourne, Nr		Date of birth(note 9)
Derbyshire	Postcode DE6 1PA	2 July 1934
Other relevant past or present direct	torships* (note 8) Rolls-Royce	and Japanese Acro
Engines Limited, Rolls-Roy	ce Turbomeca Limited	

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* delete if inappropriat Enter particulation of other directions ships held o previously half this space insufficient to continuation

Nominal share o	·amtai	£ 210,00	0.001			write in this margin
ROlling State C	, a printer	Number of share		Nomin ##C	l value of i share	-
divided into	1 2			dinary f ().20 ;	Please comp legibly, preid in black type bold block is
Issued share capital and deb	3 enture:			Number (Class	- ·····
mber of shares of each class taken up to the date of this r			1 2	301,470,598 1	Ordinary Special	
imber of shares of each class issued subject to payment nolly in cash			3 1 2	788,970,598 1	Ordinary Special	
umber of shares of each class issued as fully paid up for consideration other than cash			3 1 2	12,500,000 None	Ordinary Special	
dumber of shares of each class issued as partly paid up for consideration other than cash and extent to which each su s so paid up Number of shares (if any) of each class issued at a discour		Amount per f. f. f. f. f. f. f. f. f. f	share	None		
ontinued on page 4			LIS	T OF PAST	•	_
Folio in register ledger containing particulars	٨	Names and Addr	esses			
See enclosed microfic	he					1 2

Class Number Summary of share capital and debentures continued Angoant n Amoud 1 オコメンル 1 オートン・ 1 of deep After that the table to After しれず rlease do 101 ENEL write in the date it it stetut Ordinary this margit 788,970,598 / Amount per stare laters of the uniter of shales of each class £ 0.20 2 Special £٦ 3 £ Please complete £ 157,794,120.60 legibly, preferably 8 Fotal amount of calls received in ute 10: black type, or bold block lettering Ordinary 12,500,000 2,500,000 9 Total amounts flany: agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash 3 £ 10 Total amount (if any) agreed to be considered as paid on number of shares £Nil of each class issued as partly paid up for a consideration other than cash £ £ £Nil 11 Total amount of calls unpaid 12 Total amount of sums (if any) paid by way of commission in respect of any £Nil shares or debentures 13 Total amount of the sums (if any) allowed by way of discount for any £Nil debentures since the date of the last return None 14 Total number of shares of each class forfeited 2 £Nil 15 Total amount pair , if any) on shares forfeited 16 Total amount of shares for which share warrants to bearer are outstanding £Nil £Nil ISSUED 17 Total amount of share warrants to bearer issued and SURRENDERED surrendered respectively since the date of the last return £Nil 18 Number of shares comprised in each share warrant to bearer, specifying in None the case of warrants of different kinds, particulars of each kind AND PRESENT MEMBERS (notes i1 and 12)

	1EMBERS (notes i1 ar	Account of Share	<u>.s</u>		
Number of shares or amount of stock held by existing members at date of return	Particulars of shares tra return,or,in the case of of the company,by (a) p (b) persons who have c	the first return persons who are s reased to be mem	the date of the last the incorporation still members, and others (note 12) istration of transfer	Remarks	
(note 11)	Number	(a)	(b)		
			_		
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The first and property part is a straight back to the first and the firs	Section County or Section 1			The second line will be the second	
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William and William & 19 A	to any organization of their manufactures (to and making manufactures are parameters				
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COMPANIES FORM No. 363 (Cont.)

Annual return of a company (continuation)

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Company number

1003142	

Name of company

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	of con	пра	ny	

*	ROLLS-ROYCE plc
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Particulars of the directors of the company continued (notes 6 and 7)

Name (note 3)	arold George M	lourgue		Business Occupation
				Corporate Director
Previous name((s)(note 3) None	and the same of th		Nationality
Address(note 5)	"Myton", 8 Bas	3low Road,		British
	Eastbourne,		The second section of the second section of the second section of the second section s	Date of birth(note 9)
	East Sussex	Postcode	BN20 7VJ	7 September 1927
			BN20 /VJ	

* delete if inappropriate. Enter particulars of other directorships held or previously held. If this space is insufficient continue on back page

Name(note 3)	Sir Robin Buchar	an Nichols	son	Business Occupation Engineer
Previous name	e(s)(note 3) None			Nationality
Address(note 5)	Whittington Hou	se, 8 Fis	nerwick Road,	British
	Whittington, N.	Lichfield	, i,	Date of birth(note 9)
	Staffs	Postcode	W314 9LH	12 August 1934

Previous name(s)(note 3) None Nationality Address(note 5) 67 Hazelwood Road, British Duffield, Date of birth(note 9)
Duffield, Date of birth(note 9)
Derby Postcode DE6 4AA 11 January 1927
Other relevant past or present directorships* (note 8) See attached list

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Harold George Mourgue

EMI Limited (to 1987) INMOS International PLC Metal Industries Group Trustees Limited TEI Properties Limited Thorn Death Benefit Scheme Trustees Limited Thorn EMI International Rentals Limited (previous) Thorn Lighting Limited Thorn EMI Pension Trust Limited Thorn EMI Television Rentals Limited (previous) Turner & Newall PLC TTH Limited Thames Television Limited Teddington Broadcasting Consultants Limited Thames Television Staff Share Trustees Limited

Sir Robin Buchanan Nicholson

Barr and Stroud Limited (to 1986) The British Petroleum Company plc Pilkington Brothers plc Pilkington Holdings Limited Pilkington Overseas Holdings Limited Pilkington Finance Limited Pilkington MicroElectronics Limited Pilkington PE Limited (to 1986)

James Arthur Rigg CBE

Rolls-Royce and Associates Limited Rolls-Royce Pension Trust Limited Rolls-Royce Pension Trust (No.2) Limited Williams Holdings PLC Domestroll Limited Pathchain Limited Wavemood Limited Meriton Investments Limited (to 1986)

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COMPANIES FORM No. 363 (Cont.)

Annual return of a company (continuation)

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Continuation sheet No to Form No. 363

Company number

1003142

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Name of company

insert full name	
of company	

Name	e of company	والمتقد الزام المساهد والمستراب والمسترود المسترود والمسترود والمسترود والمسترود والمسترود والمسترود
*	ROLLS-ROYCE plc	

Particulars of the directors of the company continued (notes 6 and 7)

Name (note 3) Sir Ralph Harry			Business Occupation Managing Director Rolls-Royce plc
Previous name(s)(note 3) None			Nationality
Addressinote 5) Lynngarth,		British	
Hazelwood Road, Duffield			Date of birth(note 9)
Derbyshire	Postcode		16 June 1932
Other relevant past or present direct	torships* (no	te 8) Rolls-Royc	e and Japanese Aero
Engines Limited, The Socie	ty of Bri	tish Aerospace	Companies Limited,
Viking Property Group Limi	ted, ASW	(Holdings) Lim	ited

* delete if delete il
inappropriate.
Enter particulars
of other directorships held or
previously held.
If this space is insufficient continue on back page

Name(note 3) Sir Philip Shelbourne				Business Occupation Chairman Henry Ansbacher Nationality Holdings PLC British Date of birth(note 9)
Previous name(s)(note 3) None				
Address(note 5) 1 Aubert Park, London				
	Postcode	N5 1TL		15 June 1924
Other relevant past or present di	rectorships* (not	se 8) See a	ttached li	ist
Odio, tolotos, para a f	, , , , , , , , , , , , , , , , , , ,			

Name(note 3) Sir Francis Leor	nard Tombs		Business Occupation Chartered Engineer	
Previous name(s)(note 3) None			Nationality	
Address(note 5) Honington Lodge, Honington, Shipston-on-Stour,			British	
			Date of birth(note 9) 17 May 1924	
Warwickshire	Postcode	CV36 5AA	17 (100)	
Other relevant past or present direct	torships* (not	8) See attached	llist	
Otto, reterant parts.				

Sir Philip Shelbourne

Allied Lyons PLC
British Nuclear Fuels PLC (previous)
Britoil FLC (previous)
The Kaye Organisation Limited
The British National Oil Corporation (previous)
The Cystic Fibrosis Research Investment Trust plc (previous)
Henry Ansbacher Holdings PLC

Sir Francis Leonard Tombs

Celltech Limited (to 1986)
City Cable (Holdings) Limited (to 1985)
N M Rothschild & Sons Limited
Shell UK Limited
T & N International Limited
T & N Welfare Trust Limited
Turner & Newall PLC
The Molecule Theatre Limited
AE PLC (to 1987)
CEST Limited

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Page 4

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COMPANIES FORM No. 363 (Cont.)

Annual return of a company (continuation)

Please complete legibly, preferably in black type, or bold block lettering

Continuation sheet No to Form No. 363

Company number

3

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	Name of company	
insert full name	* ROLLS-ROYCE plc	
of company		والمراب والمراب والمرابع
	Particulars of the directors of the company continued (notes 6 and 7)	Business Occupation
	Name (note 3) John David Wragg	Director, Military Engines, Rolls-Royce
		Nationality plc
	Previous name(s)(note 3) None	British
	Address(note 5) 6 Grange Court Road, Westbury-on-Trym,	Date of birth(note 9)
	Bristol Postcode BS9 4DP	7 September 1928
		imited, GEC Rolls-Royce
 delete if inappropriate. 	(Power Generation) Limited, Rolls-Royce Turbomeca Li	mited, Lloyds Register
Enter particulars other director-	(Power Generation) Limited, North	
ships held or previously held. If this space is	Quality Assurance Limited	
insufficient continu on back page	Name(note 3)	Business Occupation
	Name (note 3)	
	Previous name(s)(note 3)	Nationality
	Address(note 5)	Date of birth(note 9)
		Date of pil tritions at
	Postcode	
	Other relevant past or present directorships* (note 8)	
		Business Occupation
	Name(note 3)	
		Nationality
	Previous name(s)(note 3)	
	Address(note 5)	Date of birth(note 9)
	Postcode	
	Other relevant past or present directorships* (note 8)	
	Other relevant page of pro-	

Particulars of other directorships held or previously held specifying the direct	tor in question mote 8'	do not
Particulars of other directorships had or the		in Iargin • oommi ets
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	ondon SE1 4PU 55334 7-	tiOf"

Rolls-Royce plc Company Number 1003142

ubsidiary Compa	nies	Percentag of Equity
egistered in En	gland:	
Blackhurn F	Engines Limited	100 100
prietal Sid	delev Engines Limited	82.5
Deeside Tit	canium Limited	100
Mat£val Lir	nited	100
Pendlebor 1	Limited	100
RNC Nuclear	r Limited	100
Rolls Limi Rolls (UK)	rimitod	100
- 47 - Theres	~ and yecociates finitead	76.5
1609 171	Shares 100% D Diamon,	100
nall a Dorra	a (China) Limited	100
DALL C-DOVC	e Developments nimicoa	100
Date	a Diagels Limited	100
Rolls-Royc	e (Far East) Limited	100
Rolls-Royc	e Finance Limited e (France) Limited	100
Do11c_Povc	e India Limiteu	100 100
D-11a-Dava	a Teasing Limited	100
		100
- 11 - Dette	TO MICIEST PALLINETS DAMESON	100
- 77 - D	NA DIANT LEASING DIMITOCO	100
Rolls-Roy	ce Reactor Systems Limited ce Supplies Limited	100
Rolls-Royo	ckaging Company Limited	100
a	T.imited	100
	- ! Dayuarara 101 Da (110 U.C.)	100 100
The De Ha	villand Engine Company Limited	100
Incorporated O		100
Australia	- Rolls-Royce of Australia Pty Limited (Widdle Fast) EC	100
Bahrain	TAIL CADOMAR INTOUTE BUSCI TO	100
Brazil	- Motores Rolls-Royce Limitada - Bristol Aerospace Limited	100 *
Canada	- Rolls-Royce (Canada) Limited	100 *
	- Rolls-Royce industries	100
Guernsey	- Nightingale Insurance Limited	100 100
Mexico	nolle-Poyce SA	51
Saudi	- Polls-Royce Industrial Turbines	٠. د
Arabia	(Saudi Arabia) Limited	50.5
Spain	- Rolls-Royce de Espana SA	100
USA	- Rolls-Royce Holdings Inc - Rolls-Royce Inc	100 *
	Della-Poyce Capital Inc	100 *
	Della-boyce Credit Corporation	100 * 100 *
		TOO ,
	- Rolls-Royce Product Support	
	- Rolls-Royce Product Support Canada Inc	100 *
	- Rolls-Royce Product Support	100 * 100

(BLD878)

7 June 1988

Rolls-Royce plc Company Number 1003142

Subsidiary Companies	Percentage of Equity
Registered in England:	
Coberrow Limited (100% 'B' Shares) Cooper Rolls Limited GEC Rolls-Royce (Power Generation) Limited Rolls-Royce and Japanese Aero Engines Limited (100% 'A' Shares) Rolls-Royce Turbomeca Limited (100% 'B' Shares)	22.66 50 * 50 50 50
Turbo-Union Limited (40% Ordinary Shares 37.5 'A' Shares) Incorporated Overseas:	- 40
Australia - Turbine Components Australia	50
Pty Limited Brazil - Rolls-Royce Turbomeca do Brasil Limitada	50 *
Canada - Cooper Rolls Corporation Egypt - Arab British Engine Company Germany - Eurojet Turbo GmbH Switzerland - IAE International Aero Engines AG	50 * 30 33 30
USA - Cooper Rolls Incorporated	50

Note: Interests in companies marked * are held indirectly