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for the record —

Annual Return

ROLLS-ROYCE POWER ENGINEERING PLC Company Name:

01305027 Company Number:

Received for filing in Electronic Format on the: 01/07/2004

Company Details

Made Up Date: 18/06/2004

Company Type: PUBLIC LIMITED COMPANY

Principle Business Activities:

SIC Codes

2852 GENERAL MECHANICAL ENGINEERING

3110 MFR ELECTRIC MOTORS,

GENERATORS ETC

2911 MFR ENGINES, NOT AIRCRAFT, ETC

2922 MFR OF LIFT & HANDLING

EQUIPMENT

Registered Office: Register of

Register of Debenture Address: Members Address: Holders Address:

MOOR LANE AT REGISTERED Not Applicable

DERBY OFFICE

DERBYSHIRE

DE24 8BJ

Details of Officers of the Company

Company Secretary:

Address: Name: JOHN EMMERSON WARREN 1 GELLESFIELD CHARE

WHICKHAM

NEWCASTLE UPON TYNE NE16

5TO

Director 1:

Name: DAVID RANDAL BALE Address: CLIFTON CROFT

Date of Birth:09/03/1956CLIFTONNationality:BRITISHASHBOURNE

Occupation: SOLICITOR DERBYSHIRE DE6 2GL

Director 2:

Name: SAUL LANYADO Address: 30 BROOKWAY

Date of Birth: 09/03/1947 BLACKHEATH
Nationality: BRITISH LONDON SE3 9BJ

Occupation: DIRECTOR

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Director 3:

Name: ROBERT CHARLES ORGILL Address: 15 THE IVIES

Date of Birth: 26/03/1966 FARNDON ROAD

Nationality: BRITISH NEWARK

Occupation: PROPERTY MANAGER NOTTINGHAMSHIRE NG24 4SR

Director to

Director 4:

Name: JOHN EMMERSON WARREN Address: 1 GELLESFIELD CHARE

WHICKHAM

Date of Birth: 04/08/1953 NEWCASTLE UPON TYNE NE16

Nationality: BRITISH 5TQ

Occupation: CHRTD SECRETARY

Share Capital

Issued Share Capital Details:

Class of Number of Aggregate nominal share shares issued value of issued shares

ORDINARY 1516398058 GBP379099514.5

TOTALS 1516398058 GBP379099514,5

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 18/06/2004, or that had ceased to be shareholders since the made up date of the previous Annual Return.

Shareholding 1:

1516398056 ORDINARY Shares held as at 18/06/2004

Name: ROLLS-ROYCE PLC

Address: 65 BUCKINGHAM GATE

LONDON SW1E 6AT

Shareholding 2:

2 ORDINARY Shares held as at 18/06/2004

Name: ROLLS-ROYCE INDUSTRIES LTD

Address: MOOR LANE

DERBY DERBYSHIRE DE24 5BJ

Changes made to annual return

The following information has been updated on your Annual Return:

CHANGED ISSUED CAPITAL

Authorisation

Authoriser Designation: ADMINISTRATOR Date Authorised: 01/07/2004 Authenticated: Yes (E/W)