



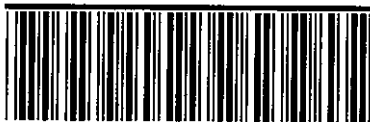
COMPANIES HOUSE

WBS
02792
148

363s

Annual Return

THE REGISTRAR OF COMPANIES
COMPANIES HOUSE
CROWN WAY
CARDIFF
CF4 3UZ



A19 *A1N01K1K* 578
COMPANIES HOUSE 21/03/96

of company number 02159897

N

company name

ROLLS-ROYCE & PARTNERS FINANCE LIMITED

company type

PRIVATE COMPANY LIMITED BY SHARES

This form should be completed in black.

The information printed below is taken from Companies House records as at 06/02/96
If this information requires amendment use the spaces opposite.

Date of this return (See note 1)

The information in this return should be made up to a date not later than

| Day | Month | Year |
|-----|-------|------|
| 28 | 02 | 96 |

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

| Day | Month | Year |
|-----|-------|------|
| | | |

Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

| Day | Month | Year |
|-----|-------|------|
| | | |

Registered Office (See note 3)

This is the address registered by Companies House.

65, BUCKINGHAM GATE
LONDON
SW1E 6AT

.....
.....
.....
.....

Principal business activities (See note 4)

Trade classification is
8324 LEASE INDUSTRIAL/OFFICE MACHINES

| | | | | | | | |
|--|--|--|--|--|--|--|--|
| | | | | | | | |
| | | | | | | | |

If the code cannot be determined from the notes, give a brief description of principal activity.

Register of members (See note 5)

02159897

If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

The register is kept at

REGISTERED OFFICE

Register of debenture holders (See note 6)

Any register of debenture holders (or duplicate) is kept at

REGISTERED OFFICE

Company Secretary (See note 7)

Particulars of a new secretary **must** be notified on form 288.

MALCOLM HUGH
OGLE
PIPPINS
EAST GRINSTEAD
WEST SUSSEX RH19 2NH

Day Month Year

3 0 0 4 9 5

Date of any change.

MARK RICHARD HARRIS ARUNDELL

appointed 06.09.95

If this person has ceased to be secretary, please state when.

Day Month Year

3 0 0 4 9 5

Date of resignation.

Directors (See note 7)

Particulars of a new director **must** be notified on form 288.

MARTIN HENDRIK
KOLK
77 PORTLAND ROAD
LONDON
W11 4LJ

Day Month Year

3 0 0 4 9 5

Date of any change.

Date of Birth:- 02/05/51

Nat:DUTCH

Occ:MANAGING DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

3 0 0 4 9 5

Date of resignation.

Show any relevant current and previous directorships.

Directors - continued

02159897

Particulars.

If the information shown needs amendment, give details below and the date of any change.

Day Month Year

| | | |
|--|--|--|
| | | |
|--|--|--|

Date of any change.

MALCOLM HUGH
OGLE
PIPPINS
EAST GRINSTEAD
WEST SUSSEX RH19 2NH

Date of Birth:- 11/08/44
Nat:BRITISH
Occ:CHARTERED ACCOUNTANT

If this person has ceased to be director, please state when.

Day Month Year

| | | | | | |
|---|---|---|---|---|---|
| 3 | 0 | 0 | 9 | 9 | 5 |
|---|---|---|---|---|---|

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day Month Year

| | | |
|--|--|--|
| | | |
|--|--|--|

Date of any change.

JOHN EDWARD VICTOR
ROSE
35 ROSTREVOR ROAD
LONDON
SW6 5AX

Date of Birth:- 09/10/52
Nat:BRITISH
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

| | | | | | |
|---|---|---|---|---|---|
| 0 | 6 | 0 | 9 | 9 | 5 |
|---|---|---|---|---|---|

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day Month Year

| | | |
|--|--|--|
| | | |
|--|--|--|

Date of any change.

RICHARD JOHN
SMALLWOOD
24 MEADOW CLOSE
BREASTON
DERBYSHIRE DE87 3EL

Date of Birth:- 05/04/55
Nat:BRITISH
Occ:DIRECTOR OF COMMERCIAL SERVICE

If this person has ceased to be director, please state when.

Day Month Year

| | | | | | |
|---|---|---|---|---|---|
| 0 | 6 | 0 | 9 | 9 | 5 |
|---|---|---|---|---|---|

Date of resignation.

Show any relevant current and previous directorships.

Directors - continued

02159897

Particulars.

MICHAEL
TOWNSEND
MA FCA
HAWTHORNS OAKLEY ROAD
BATTLEDOWN
CHELTENHAM
GLOUCESTERSHIRE GL52 6NZ

Date of Birth:- 10/06/41
Nat:BRITISH
Occ:FINANCE DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

Day Month Year

| | | |
|--|--|--|
| | | |
|--|--|--|

Date of any change.

Day Month Year

| | | |
|--|--|--|
| | | |
|--|--|--|

Date of resignation.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288.

Form 288a supplied.

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

| | | | | | |
|---|---|---|---|---|---|
| 0 | 6 | 0 | 9 | 9 | 5 |
|---|---|---|---|---|---|

Date of any change.

MILES ADRIAN COWDRY

- Appointed as a director on 06/09/95
- Date of birth: 16/08/58
- Other directorships: ~~Nil~~ Belmont School (Feldmore) Education Trust Limited

Day Month Year

| | | |
|--|--|--|
| | | |
|--|--|--|

Date of resignation.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288.

Form 288a supplied.

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

| | | | | | |
|---|---|---|---|---|---|
| 0 | 6 | 0 | 9 | 9 | 5 |
|---|---|---|---|---|---|

Date of any change.

WILLIAM THEODORE POWERS

- Appointed as director on 06/09/95
- Date of birth: 04/08/60
- Other directorships: Nil

Day Month Year

| | | |
|--|--|--|
| | | |
|--|--|--|

Date of resignation.

Directors - continued

02159897

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288.

If the information shown needs amendment, give
details below and the date of any change.

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of any change.

If this person has ceased to be director, please
state when.

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of resignation.

Show any relevant current and previous directorships.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288.

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of any change.

If this person has ceased to be director, please
state when.

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of resignation.

Show any relevant current and previous directorships.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288.

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of any change.

If this person has ceased to be director, please
state when.

| Day | Month | Year |
|-----|-------|------|
| | | |

 Date of resignation.

Show any relevant current and previous directorships.

Issued Share Capital (See note 8)

02159897

Class
(eg Ordinary/
Preference etc.)Number of
shares issuedAggregate
nominal value(ie Number of shares
issued multiplied by
nominal value per share)Enter details of all shares in issue at the date of this
return.

| | | | |
|--------|------------|-------------|--------------------|
| 1 us\$ | Ordinary | 196,267,500 | \$(us) 196,267,500 |
| 1 us\$ | Preference | 1,982,500 | \$(us) 1,982,500 |
| | | | |
| | | | |
| | Totals | 198,250,000 | \$198,250,000 |

List of past and present members

(See note 9)

(Use attached schedule where appropriate)

Please mark the
appropriate box.A full list is required if one was not included with either
of the last two returns.

There were no changes in the period

☐

The last full members list was at 28/02/94

| | | |
|------------------------------------|-------------------------------------|--------------------------|
| | on paper | not on paper |
| A list of changes is enclosed | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| A full list of members is enclosed | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

Elective resolutions (See note 10)

(Private companies only)

If an elective resolution is in force at the date of this
return to dispense with annual general meetings, mark
this box.☐If an elective resolution is in force at the date of this
return to dispense with laying accounts in general
meetings, mark this box.☐**Certificate**I certify that the information given in this return is true to
the best of my knowledge and belief.

Signed

M. BrunbellSecretary/Director*
(delete as appropriate)

I enclose the fee of £18.

Date

19-03-96Cheques should be made payable
to **Companies House.**This return includes continuation sheets.
(enter number)Please ensure that you have completed
all sections on this page.To whom should Companies House direct any enquiries
about the information shown in this return?

MARK BRUNBELL
65 BUCKINGHAM GATE
LONDON

Postcode

SW1E 6AT

Direct (0171) 227 9064

Telephone

Ext

ROLLS-ROYCE & PARTNERS FINANCE LIMITED
(02159897)

LIST OF CHANGES TO MEMBERS

| Transferee | Transferor | Date | Shares | |
|--|-----------------|---------------|------------|------------|
| | | | Ordinary | Preference |
| National Westminster Bank | Rolls-Royce plc | 29 March 1995 | 39,253,500 | 396,500 |
| Chrysler (RRPF) UK Limited | Rolls-Royce plc | 29 March 1995 | 39,233,873 | 396,302 |
| Mitsubishi Trust and Banking Corporation | Rolls-Royce plc | 29 March 1995 | 39,253,500 | 396,500 |

LIST OF MEMBERS

Rolls-Royce plc
Alan West (Nominee)