

G

88(2)

Return of allotments of shares

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

Please do not
write in this
margin**(REVISED 1988)****This form replaces forms
PUC2, PUC3 and 88(2)**To the Registrar of Companies (**address overleaf**)
(see note 1)Please complete
legibly, preferably
in black type, or
bold block lettering

Company number

2159897

1. Name of company*Insert full name
of company

* Rolls-Royce & Partners Finance Limited

2. This section must be completed for all allotments† Distinguish
between
ordinary,
preference, etc.

Description of shares †	Ordinary		
A Number allotted	500		
B Nominal value of each	US\$1.00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	US\$0.2075	£	£

§ Complete
(a) or (b) as
appropriate**Date(s) on which the shares were allotted**

(a) [on 24 November 19 98] \$, or

(b) [from 19 to 19 \$

The names and addresses of the allottees and the number of shares allotted to each should be
given overleaf**3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)**

D Extent to which each share is to be treated as paid up. Please use percentage.	20.75%		
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)
date of allotment.
2. If the allotment is wholly or partly other than for cash, the company must deliver to the
Registrar a return containing the information at D & E. The company may deliver this
information by completing D & E and the delivery of information must be accompanied by the
duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped
prescribed particulars required by section 88(3) (Form No 88(3)).
3. Details of bonus issues should be included only in section 2.

Presentor's name, address,
telephone number and reference
(if any):Freshfields
65 Fleet Street
London EC4Y 1HS
DX 23 LONDON

For official use



Please do not
write in the
margin

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

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

1/12/98

The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ