

No 4706930

THE COMPANIES ACT 1985

Rolls-Royce Group plc

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

At the ANNUAL GENERAL MEETING of ROLLS-ROYCE GROUP plc
held on Wednesday, 2 May 2007, the following
Resolution was passed as a SPECIAL RESOLUTION

RESOLUTION

That the Section 80 amount as defined in Article 10(d) of the Company's Articles of Association
shall be £124,149,953.

SATURDAY



A13

"ANHCWPAL"
05/05/2007
COMPANIES HOUSE

48

T M Rayner
Company Secretary

