



Companies House
for the record

88(2)

Return of Allotment of Shares

Please complete in typescript, or
in bold black capitals

CHWP000

Company Number

4706930

Company name in full

ROLLS-ROYCE GROUP plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

Day Month Year

2 0 1 2 2 0 0 7

To

Day Month Year

Class of shares

(ordinary or preference etc)

ORDINARY

Number allotted

2186

Nominal value of each share

£0 20

Amount (if any) paid or due on each
share (including any share premium)

£1 415

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

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Consideration for which
the shares were allotted

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing)



A7HT5VUL

A15

27/12/2007

213

COMPANIES HOUSE

When you have completed and signed the form send it to
the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

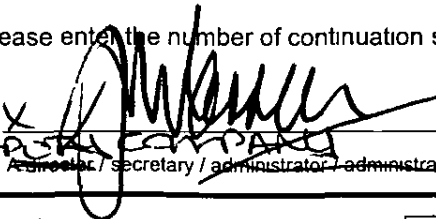
Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name <u>PLEASE SEE ATTACHED</u> Address _____ _____ _____ UK Postcode <u> L L L L L L L </u>		Class of shares allotted <u>ORDINARY 20p</u> _____ _____ _____	Number allotted <u>2186</u> _____ _____ _____
Name _____ Address _____ _____ _____ UK Postcode <u> L L L L L L L </u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ _____ UK Postcode <u> L L L L L L L </u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ _____ UK Postcode <u> L L L L L L L </u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ _____ UK Postcode <u> L L L L L L L </u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

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Signed


 DEPUTY COMPANY SECRETARY

Date

20/12/07

Director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

JOHN WARREN, DEPUTY COMPANY SECRETARY

ROLLS-ROYCE plc, P O BOX 31, MOOR LANE, DERBY

DE24 8BJ

Tel 01332 245878

DX number

DX exchange

UK EARLY EXERCISERS

Title	Forenames	Surname	Address 1	Address 2	Address 3	Exercised
Mr	Roderick	Stevens	11 Abbots Grove	STEVENAGE	Herts SG1 1NP	2186
TOTAL						2186