G

CHFP010

Please do not write in this margin

black type, or bold block lettering

Please complete legibly, preferably in

* Insert full name of company **COMPANIES FORM No. 122**

Notice of consolidation, division, subdivision, redemption or cancellation of shares, or conversion, re-conversion of stock into shares

Pursuant to section 122 of the Companies Act 1985

To the Registrar of Companies (address overleaf) Name of company	For official use	Company Number 4706930

Gives notice that

9,452,080,457 non-cumulative redeemable convertible preference shares of 0 lp each were consolidated into 1,754,127 undesignated shares of 553p each and then subdivided into 1,754,127 undesignated shares of 20p each and 1,754,127 undesignated shares of 533p each on 3 January 2008

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

Signed Museus

Designation + Secretary

Date

30/1/08

122

Presenters name, address and reference (if any)

Andrew Harvey-Wrate Rolls-Royce plc Moor Lane Derby DE24 8BJ For official use (02/06)

General Section

Post room



A21

01/02/2008 COMPANIES HOUSE 201

