

Please complete in typescript, or

88(2)	
leturn of Allotment of Shares	:

DX 33050 Cardiff

DX 235 Edinburgh or LP - 4 Edinburgh 2

in bold black capitals. CHWP000				
Company Number	4706930			
Company name in full	ROLLS-ROYCE GROUP plc			
Shares allotted (including bo	onus shares):			
	From To			
Date or period during which	Day Month Year Day Month Year			
shares were allotted (If shares were allotted on one date enter that date in the "from" box)	0 9 0 9 2 0 0 9			
Class of shares (ordinary or preference etc)	ORDINARY			
Number allotted	2060			
Nominal value of each share	£0.20			
Amount (if any) paid or due on ea share (including any share premium)	ch £.1415			
List the names and addresses of t	the allottees and the number of shares allotted to each overleaf			
If the allotted shares are fully	y or partly paid up otherwise than in cash please state:			
% that each share is to be treated as paid up				
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)				
	When you have completed and signed the form send it to			

the Registrar of Companies at:

For companies registered in Scotland

Companies House, Crown Way, Cardiff CF14 3UZ

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB

For companies registered in England and Wales

Form revised 10/03

12/09/2009

COMPANIES HOUSE

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

Shareholder details Shares and share cla		
Name PLEASE SEE ATTACHED	Class of shares allotted	Number allotted
Address	ORDINARY 20p	2060
	ORDINART 20p	
UK Postcode		<u> </u>
Name	Class of shares allotted	Number allotted
Address	!	
· L		
UK Postcode		L
Name	Class of shares allotted	Number allotted
Address		
	ļ	
UK Postcode		t
Name	Class of shares allotted	Number allotted
Address		
		L
UK Postcode	L	
Name	Class of shares allotted	Number allotted
Address		
	<u> </u>	L
UK Postcode		L
Please enter the number of continuation sheets (if any) attached to this f	orm 1	
Signed Dat		9
A director / secretary / administrator / administrative receiver / receiver manager / receiver	ver Please de	elete 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.

PAUL A DAVIES, DEPUTY COMPANY SECRETARY				
ROLLS-ROYCE plc, P	O BOX 31, MOOR LANE, DERBY			
DE24 8BJ	Tel 01332 245878			
DX number	DX exchange			

RR MATURITY
PROCESS C
NO WITHHOLDING
9 SEPT 09
Add 2 Add 3

Add 2

Add 1

Forename Surname

Title

Add 4

Number of Options Exercised

2,060

Gatehouse c/o Rolls-Royce plc P O Box 31 Moor Lane Derby

Eric

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Total Certificated

2,060