



**Companies House**  
*for the record*

# 88(2)

*Please complete in typescript, or  
in bold black capitals.*

## Return of Allotment of Shares

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			To		
Day	Month	Year	Day	Month	Year
2	1	0	1	2	0

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**Class of shares**  
*(ordinary or preference etc)*

ORDINARY

**Number allotted**

1604

**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)*




A42

\*A2VO875F\*

06/02/2009

214

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

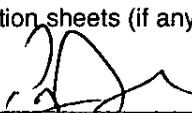
**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name PLEASE SEE ATTACHED <hr/> Address <hr/> <hr/> UK Postcode <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u>		Class of shares allotted ORDINARY <hr/> <hr/>	Number allotted 1604 <hr/> <hr/>
Name <hr/> Address <hr/> <hr/> UK Postcode <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u>		Class of shares allotted <hr/> <hr/>	Number allotted <hr/> <hr/>
Name <hr/> Address <hr/> <hr/> UK Postcode <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u>		Class of shares allotted <hr/> <hr/>	Number allotted <hr/> <hr/>
Name <hr/> Address <hr/> <hr/> UK Postcode <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u>		Class of shares allotted <hr/> <hr/>	Number allotted <hr/> <hr/>
Name <hr/> Address <hr/> <hr/> UK Postcode <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u> <u>  </u>		Class of shares allotted <hr/> <hr/>	Number allotted <hr/> <hr/>

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

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Signed

   
DEPUTY COMPANYY  
~~A director / secretary / administrator / administrative receiver / receiver manager / receiver~~

Date

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.

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

Title	Forename	Surname	Add 1	Add 2	Add 3	Add 4	Number of Options Exercised
TD WATERHOUSE NOMINEES (Europe) Limited							
Account No 0427059			Duncombe Court	Leeds	West Yorkshire	LS1 4AX	1604
Crest ID 277							
Participation Code CESREG							
TOTAL for TD Waterhouse Nominees (Europe) Limited							1604