



Companies House
for the record

88(2)

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

1 1 0 3 2 0 0 9

To

Day Month Year

Class of shares
(ordinary or preference etc)

ORDINARY

ORDINARY

ORDINARY

Number allotted

3227

29208

43334

Nominal value of each share

£0.20

£0.20

£0.20

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

£2.976

£1.415

£1.08

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)

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



AJNOW84C

A50

13/03/2009

334

COMPANIES HOUSE

FRIDAY

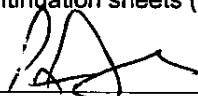
Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
Name PLEASE SEE ATTACHED Address UK Postcode _ _ _ _ _		Class of shares allotted ORDINARY 20p	Number allotted 75769
Name Address UK Postcode _ _ _ _ _		Class of shares allotted	Number allotted
Name Address UK Postcode _ _ _ _ _		Class of shares allotted	Number allotted
Name Address UK Postcode _ _ _ _ _		Class of shares allotted	Number allotted
Name Address UK Postcode _ _ _ _ _		Class of shares allotted	Number allotted

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

1

Signed



Date

11-03-2009

~~DEPUTY COMPANY SECRETARY~~
 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.

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 A AND B
BATCHES 6 AND 14
ALL SCHEMES
11TH MARCH 09

Title	Surname	Forenames	ADD1	ADD2	ADD3	ADD4	POSTCODE	No of shares exercised
Mr	Robinson	Craig	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	301
Mr	Smith	Mark Robert	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Annable	Michael John	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	5555
Mr	Gee	Shaun	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1030
Mr	Gilbert	Mark John	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	3270
Mr	Abraham	Paul Stuart	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	998
Mr	Annable	Michael John	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	7323
Mr	Gilbert	Mark John	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	5459

TOTAL CERTIFICATED

24,928

HSDL Nominees Limited
Participation Code 33x24

Halifax

HX1 2RG

50,176

T D Waterhouse Nominees (Europe) Limited

Leeds

LS1 4AX

665

Account No 0427059
Crest ID 277
Part. Code CESREG

**TOTAL CERTIFICATED/HSDL/
T D WATERHOUSE NOMINEES (EUROPE) LIMITED**

75,769