



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

To

Day Month Year

Day Month Year

1 8 0 3 2 0 0 9

Class of shares
(ordinary or preference etc)

ORDINARY

ORDINARY

Number allotted

3195

6741

Nominal value of each share

£0.20

£0.20

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

£1.08

£2.976

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

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:**

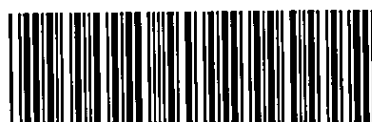
Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

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

DX 235 Edinburgh
or LP - 4 Edinburgh 2

THURSDAY



A25

ADFNX8HB

26/03/2009

129

COMPANIES HOUSE

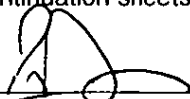
Names and addresses of the allottees *(List joint share allotments consecutively)*

Shareholder details		Shares and share class allotted	
Name PLEASE SEE ATTACHED		Class of shares allotted	Number allotted
Address		ORDINARY 20p	9936
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode			

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

1

Signed



Date

18 07 2008

A 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

Title	Forename	Surname	Add 1	Add 2	Add 3	Add 4	Add 5	Number of Options Exercised
Mr	Patrick Harald	Burns	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2,439
Mr	Sanjeev	Daruka	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1,863
Mr	Nizam Nuga	Tanpinarizza	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2,439
TOTAL CERTIFICATED								
6,741								
T D Waterhouse Nominees (Europe) Exchange Court								
Account No 0427059								
Crest ID 277								
Participation Code CESREG								
LS1 4AX								
West Yorkshire								
Leeds								
Duncombe Street								
3,195								

9,936