

Please complete in typescript, or in bold black capitals. CHWP000

Company Nu

Company na

88	(2)
Return of Allotment	of Shares

To

mber	4706930	
me in full	ROLLS-ROYCE GROUP plc	

From

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)

Day	Month	Year	Day	Month	Year
2 9	0 4	2 0 0 9			

Class of shares (ordinary or preference etc)

Number allotted

Nominal value of each share

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

ORDINARY	ORDINARY	ORDINARY
38400	22937	19531
£0.20	£0.20	£0.20
£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

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)

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When you have completed and signed the form send it to



Umi icviscu 10/03

296 COMPANIES HOUSE

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	Class of shares allotted	Number allotted
Address	ORDINARY 20p	80,868
		l
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
	L	L
UK Postcode		L
Name	Class of shares allotted	Number allotted
Address		
· · · · · · · · · · · · · · · · · · ·		<u> </u>
UK Postcode L L L L L		<u> </u>
Name	Class of shares allotted	Number allotted
Address		
	L	
UK Postcode L L L L L		1
Name	Class of shares allotted	Number allotted
Address		
	1	L
UK Postcode		<u> </u>
Please enter the number of continuation sheets (if any) attached to this f	orm 1	
Date of the director / secretary / administrative receiver / receiver manager / receiver	te 11 05 09	delete as appropriate
You do not have to give any contact information in the box opposite but f you do, it will help Companies PAUL A DAVIES, DEPUTY COM ROLL S-ROYCE plc. P. O. BOX 31		

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.

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

No of

								shares
Title	Surname	Forenames	ADD1	ADD2	ADD3	ADD4	POSTCODE	exercised
Ā	Hodges	Jonathan	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	301
Ĕ	Judkins	Russell Keith	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2023
Ā	Lines	George	c/o Rolls-	P O Box 31	Moor Lane	Derby	DE24 8BJ	1985
Ψ̈́	Nouch	Barry	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	452
Μ̈́	Payne	Stephen	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1017
Mrs	Scott		c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	804
Mrs	Weatherstone Tracey		c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2488
Mr	Bailey	lliam	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2419
ž	Smith	David P	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2419
Ā	Bailey	Mark William	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2529
Mrs	Poulter	Gillian Deborah	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1664
Ms	Brookfield	Denise	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	4993
TOTAL CERTIFICATED	FICATED							23,094
HSDL Nominees Limited Participation Code 33x24	es Limited ode 33x24	Trinity Road	Halifax				HX1 4AX	57,774

TOTAL CERTIFICATED/HSDL NOMINEES LIMITED