

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

Company Number

Company name in full

| 88                  | <b>(2)</b> |
|---------------------|------------|
| Return of Allotment | of Shares  |

| 706930               |  |  |
|----------------------|--|--|
| OLLS-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)

|     | Fro   | m       |     | To    |      |
|-----|-------|---------|-----|-------|------|
| Day | Month | Year    | Day | Month | Year |
| 0 6 | 0 5   | 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 |
|----------|----------|----------|
| 26959    | 36510    | 12018    |
| £0.20    | £0.20    | £0.20    |
| £1.08    | £1.415   | £2.976   |

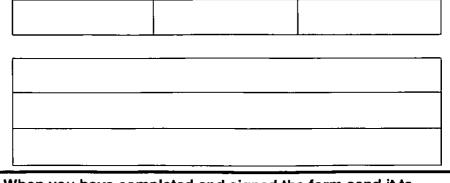
List the names and addresses of the allottees and the number of shares allotted to each overleaf

## 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)





revised ro/os

16/05/2009 **COMPANIES HOUSE** 

297

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   | Class of shares allotted | Number<br>allotted   |
| Address  | ORDINARY 20p             | 75,487               |
|  |                          |                      |
| UK Postcode  |                          |                      |
| Name   | Class of shares allotted | Number<br>allotted   |
| Address  |                          |                      |
| <u> </u>   |                          |                      |
| UK Postcode  |                          | t                    |
| Name   | Class of shares allotted | Number<br>allotted   |
| Address  |                          |                      |
|  |                          | L                    |
| UK Postcode  |                          |                      |
| Name   | Class of shares allotted | Number<br>allotted   |
| Address  |                          |                      |
|  |                          | L                    |
| UK Postcode  |                          | t                    |
| Name   | Class of shares allotted | Number<br>allotted   |
| Address  |                          |                      |
|  |                          | L                    |
| <u> </u>   |                          |                      |
| UK Postcode  |                          |                      |
| Please enter the number of continuation sheets (if any) attached to this f   | orm 1                    |                      |
| Signed Date Date Date Date Date Date Date Date   | te 11 or on              |                      |
| A director / secretary / administrator / administrative receiver / | ver Please d             | 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, DEP | PUTY COMPANY SECRETARY              |
|--------------------|-------------------------------------|
| ROLLS-ROYCE plc, P | O BOX 31, MOOR LANE, DERBY DE24 8BJ |
|                    | Tel 01332 245878                    |
| DX number          | DX exchange                         |

|   |                    |                    |                     |                       |           |                |          | No ot  |
|---|--------------------|--------------------|---------------------|-----------------------|-----------|----------------|----------|--------|
| Title   | Surname            | Forenames          | ADD1                | ADD2                  | ADD3      | ADD4           | POSTCODE | shares |
| Mr  | Elliott            | Robert             | c/o Rolls-Royce plc | P O Box 31            | Moor Lane | Derby          | DE24 8BJ | 754    |
| Ä   | Taylor             | Brian              | c/o Rolls-Royce ptc | P O Box 31            | Moor Lane | Derby          | DE24 8BJ | 804    |
| Ä   | Welsh              | Colin Ronald       | c/o Rolls-Royce ptc | P O Box 31            | Moor Lane | Derby          | DE24 8BJ | 992    |
| Ä   | ₹                  | Simon              | c/o Rolls-Royce plc | P O Box 31            | Moor Lane | Derby          | DE24 8BJ | 2016   |
| Miss  | Hunt               | Caroline Elizabeth | c/o Rolls-Royce plc |                       | Moor Lane | Derby          | DE24 8BJ | 4390   |
| Mr  | Brown              | David Andrew       | c/o Rolls-Royce plc | P O Box 31            | Moor Lane | Derby          | DE24 8BJ | 8321   |
| Miss  | Hunt               | Caroline Elizabeth | c/o Rolls-Royce plc |                       | Moor Lane | Derby          | DE24 8BJ | 5991   |
| M   | Hutchinson David   | David              | c/o Rolls-Royce plc | P O Box 31            | Moor Lane | Derby          | DE24 8BJ | 3994   |
| TOTAL CERTIFICATED  |                    |                    |                     |                       |           |                |          | 27,262 |
| <b>HSDL Nominees Limited</b> Participation Code 33x24   | <b>T</b>           |                    | Trinity Road        | Halifax               | HX1 2RG   |                |          | 44,641 |
| T D Waterhouse Nominees (Europe) Limited<br>Account No 0427059<br>Crest ID 277<br>Participation Code CESREG | ees (Europe)<br>EG | Limited            | Exchange Court      | Duncombe Street Leeds | Leeds     | West Yorkshire | LS1 4AX  | 3,584  |

TOTAL CERTFICATED/ T D WATERHOUSE NOMINEES (EUROPE) LIMITED