



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
06	05	2009			

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)



A15 16/05/2009 297
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 Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted ORDINARY 20p 	Number allotted 75,487
Name Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted 	Number allotted
Name Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted 	Number allotted
Name Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted 	Number allotted
Name Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u>	Class of shares allotted 	Number allotted

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

1

Signed

Deputy Company Secretary

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date

11 05 09

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
UK AND UK ASSIGNEES
BATCH NO 22 AND 14
6TH MAY 09

Title	Surname	Forenames	ADD1	ADD2	ADD3	ADD4	POSTCODE	No of shares
Mr	Elliott	Robert	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	754
Mr	Taylor	Brian	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	804
Mr	Welsh	Colin Ronald	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Hill	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	P O Box 31	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	P O Box 31	Moor Lane	Derby	DE24 8BJ	5991
Mr	Hutchinson	David	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	3994

TOTAL CERTIFICATED

27,262

HSDL Nominees Limited
Participation Code 33x24

44,641

T D Waterhouse Nominees (Europe) Limited

Account No 0427059

Crest ID 277

Participation Code CESREG

West Yorkshire

Leeds

Exchange Court

Duncombe Street

LS1 4AX

3,584

TOTAL CERTIFICATED/

T D WATERHOUSE NOMINEES (EUROPE) LIMITED

75,487