



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	5	07	2	0	09

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Class of shares
(ordinary or preference etc)

ORDINARY

ORDINARY

Number allotted

63863

5259

Nominal value of each share

£0.20

£0.20

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

£2.976

£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

SATURDAY



A18 18/07/2009 244
COMPANIES HOUSE

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 L L L L L L L		Class of shares allotted ORDINARY 20p 	Number allotted 69,122
Name Address UK Postcode L L L L L L L		Class of shares allotted 	Number allotted
Name Address UK Postcode L L L L L L L		Class of shares allotted 	Number allotted
Name Address UK Postcode L L L L L L L		Class of shares allotted 	Number allotted
Name Address UK Postcode L L L L L L L		Class of shares allotted 	Number allotted

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

2

Signed

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

Date

15 07 2009

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
Dr.	Michelle	Arndt	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	406
	Norbert	Arndt	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	406
	Louise	Hedges	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	347
	Russell	Hedges	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	508
Dr.	Fredi	Holste	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2,483
Dr	Josef	Hölzl	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1,686
Dr.	Györgyi	Maak	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1,347
	Gerald	Paysan	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1,347
Mr	Jon Erik	Røv	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1,030
Mr	Odd Martin	Tvedt	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	439
Mr	Stein Inge	Myklebust	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1,633
Mr	Cesar	Roca Vallverdú	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	686
TOTAL CERTIFICATED								
12,318								
T D Waterhouse Nominees (Europe) Limited								
Account No 0427059				Exchange Court	Duncombe Street	Leeds	West Yorkshire	LS1 4AX
Crest ID 277								
Participation Code CESREG								
TOTAL CERTIFICATED/								
T D WATERHOUSE NOMINEES (EUROPE) LIMITED								
28,284								

RR MATURITY
PROCESS C
NO WITHHOLDING
BATCH 21
15TH JULY 2009

TITALE	FORENAME	SURNAME	ADD 1	ADD 2	ADD 3	ADD 4	ADD 6	NO OF SHARE:
Mr	Jarle Arthur	Borge	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	867
Mr	Soo-Hyun	Chae	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1,583
Mr	Rune Olaf	Ertesvåg	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	867
Mr	Jørn	Heltné	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2,513
	Jens	Höphen	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	686
	Thomas	Kubisch	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2,483
Mr	Nils Petter	Nedrelid	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	439
Mrs	Bente Dahl	Nielsen	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	452
Mr	Hak-Seon	Park	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2,450
Mrs	Sylvei	Pilskog	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2,488
Mr	Knut Johan	Rønningen	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1,294
Mr	Hea-Jae	Son	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2,425
	Nicol	Stephan	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	347
	Volker	Stephan	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	347
	Christiane	Wolff	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	347

TOTAL CERTIFICATED

19,588

T D Waterhouse Nominees (Europe) Limited

Exchange Court

Duncombe Street

Leeds

West Yorkshire

LS1 4AX

21,250

Account No 0427059

Crest ID 277

Participation Code CESREG

TOTAL CERTIFICATED/

T D WATERHOUSE NOMINEES (EUROPE) LIMITED

40,838