



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

Day Month Year

1 5 0 7 2 0 0 9

To

Day Month Year

Class of shares

(ordinary or preference etc)

ORDINARY

ORDINARY

Number allotted

56780

62395

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

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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:**

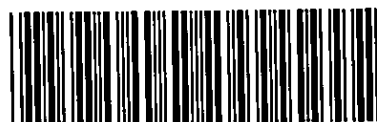
Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

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



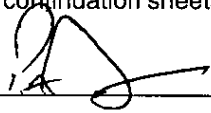
A18 18/07/2009 241
COMPANIES HOUSE

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 _ _ _ _ _	Class of shares allotted ORDINARY 20p	Number allotted 119,175
Name Address UK Postcode _ _ _ _ _		
Name Address UK Postcode _ _ _ _ _		
Name Address UK Postcode _ _ _ _ _		
Name Address UK Postcode _ _ _ _ _		

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

1

Signed  Date 15-7-2009

A director / ^{DEPUTY} 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

RR MATURITY
PROCESS A AND B
UK AND UK ASSIGNEES
BATCH 23
15TH JULY 2009

Title	Surname	Forenames	ADD1	ADD2	ADD3	ADD4	POSTCODE	No of shares exercised
Mr	Alexander	John Thomas	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	402
Mr	Bliss	Roger Conway	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	251
Mr	Charadva	Sunil Vanmali	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1985
Mrs	Clarke	Jane Lynn	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Colhoun	Paul Desmond	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	716
Mr	Domagala	John	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	402
Mr	Ellis	Stephen William	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Goller	Joseph Andrew	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	854
Mr	Hale	Jacob	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	201
Mr	Hayton	Paul Robert	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	854
Mr	Hill	Stuart James	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1193
Mr	Hitchens	Trystan Mawgan	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Holden	Martin Nicholas	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	502
Mr	Kalis	Ronald	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Law	Bruce	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	351
Mr	Marlowe	Stephen William	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	502
Mr	McKay	Stephen James	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	502
Mr	Miles	David Anthony	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	603
Mr	Mills	Stephen	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Palmer	Garfield Anthony	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	502
Mr	Prajapati	Bhupendra A	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Dr	Siebert	Annegret	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	150
Miss	Sinclair	Lindsey Jane	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Singh	Jasbir	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	201
Mr	Stone	Simon Keith	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	2488
Mr	Sufrin	Michael Maurice	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	892
Mr	Syson	Richard	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1244
Mr	Turner	David Michael	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Williams	David Arthur	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	502
Miss	Williamson	Laura	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992
Mr	Wilson	Shane Owen W	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	992

RR MATURITY
PROCESS A AND B
UK AND UK ASSIGNEES
BATCH 23

15TH JULY 2009									
Mr	Aldridge	Ian	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	8321	
Mr	Bancroft	Colin	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	5392	
Miss	Bell	Helen	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1664	
Mr	Boyes	Robert James	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1664	
Mr	Causton	Mark	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	5392	
Mr	Goller	Joseph Andrew	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	6191	
Miss	Howourth	Tina Marie	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	1664	
Mr	McBride	Brian	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	665	
Mr	Palmer	Garfield Anthony	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	3328	
Mr	Rafferty	Leonard James	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	3994	
Mr	Shadbolt	Richard David	c/o Rolls-Royce plc	P O Box 31	Moor Lane	Derby	DE24 8BJ	4993	

TOTAL CERTIFICATED **68,485**

HSDL Nominees Limited
Participation Code 33x24
Halifax
HX1 2RG
42,891

T D Waterhouse Nominees (Europe) Limited Exchange Court
Account No 0427059
Crest ID 277
Part. Code CESREG
West Yorkshir LS1 4AX
7,799

TOTAL CERTIFICATE/HSDL
T D WATERHOUSE NOMINEES (EUROPE) LIMITED
119,175