

Please complete in typescript, or in bold black capitals.

CHWP000

88	(2)
Return of Allotment	of Shares

Company Number	4706930					
Company name in full	ROLLS-ROYCE GROUP plc					
						
Shares allotted (including bor	nus s	hares):				
	•	From		То		
Date or period during which		Day Month Year		Day Month Year		
shares were allotted (If shares were allotted on one date enter that date in the "from" box)		1 5 0 7 2 0 0 9				
			<u> </u>			
Class of shares (ordinary or preference etc)		ORDINARY	ORDINARY			
Number allotted		1803	5366			
Nominal value of each share		£0.20	£0.20			
Amount (if any) paid or due on eac share (including any share premium)	h	£1.08	£2.976			
List the names and addresses of th	e allot	ttees and the number of	shares allott	ed 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)						



18/07/2009 A18 **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

When you have completed and signed the form send it to

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 allot
Name PLEASE SEE ATTACHED	Class of shares allotted	Number allotted
Address	ORDINARY 20p	7,169
	_	L
UK Postcode		<u> </u>
Name	Class of shares allotted	Number allotted
Address		
	_	L
UK Postcode		<u>. </u>
Name	Class of shares allotted	Number allotted
Address		
	_	L
UK Postcode		
Name	Class of shares allotted	Number allotted
Address		
	_	L
UK Postcode	ļ 	•
Name	Class of shares allotted	Number allotted
Address	_	
,	_	
UK Postcode		
Please enter the number of continuation sheets (if any) attached to this	s form 1	-
ignedD	ate <u> 07 200</u> 0	·,
A director / secretary / administrator / administrative receiver / receiver manager / rec		delete as appropr

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				

Add 6 No of shares	4AX 7,169
Add 5 A	West Yorkshire LS1 4AX
Add 4	Feeds
Add3`	Duncombe Street Leeds
Add 2	Exchange Court
Name	ouse Nominees (Europe) Limited

West Yorkshire LS1 4AX Exchange Court Duncombe Street Leeds T D Waterhouse Nominees (Europe) Limited Account No 0427059 Crest ID 277 Participation Code CESREG

TOTAL FOR T D WATERHOUSE NOMINEES (EUROPE) LIMITED

7,169

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