

Bulk

In accordance with  
Section 854 of the  
Companies Act 2006

AR01

Annual Return

BLUEPRINT

OneWorld

REVISED ANNUAL RETURN

A fee is payable with this form  
Please see 'How to pay' on the  
last page

You can use the WebFiling service to file this form online  
Please go to [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

☒ What this form is for  
You may use this form to confirm  
that the company information is  
correct as at the date of this return  
You must file an Annual Return at  
least once every year

☒ What this form is NOT for  
You cannot use this form to give  
notice of changes to the company  
officers, registered office address,  
company type or information  
relating to the company records

FRIDAY



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09/07/2010

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COMPANIES HOUSE

## Part 1

### Company details

The section must be completed by all companies

→ Filing in this form  
Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

#### A1

#### Company details

Company number 4 7 0 6 9 3 0

Company name in full **1** ROLLS-ROYCE GROUP plc

**1** Company name change  
If your company has recently  
changed its name, please provide  
the company name as at the date of  
this return

#### A2

#### Return date

Please give the annual return made up date The return date must not be a future  
date The annual return must be delivered within 28 days of the date given below

Date of this return **2** 2 1 0 3 2 0 1 0

**2** Date of this return  
Your company's return date  
is usually the anniversary of  
incorporation or the anniversary  
of the last annual return filed at  
Companies House You may choose  
an earlier return date but it must not  
be a later date

#### A3

#### Principal business activity

Please show the trade classification code number(s) for the principal  
activity or activities **3**

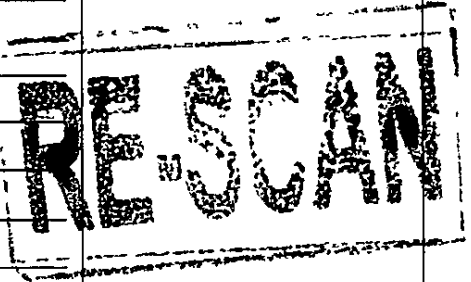
Classification code 1 7 4 1 5  
Classification code 2  
Classification code 3  
Classification code 4

**3** Principal business activity  
You must provide a trade  
classification code (SIC code) or a  
description of your company's main  
business in this section

A full list of the trade classification  
codes are available on our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

If you cannot determine a code, please give a brief description of your  
business activity below

Principal activity  
description



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**A4****Company type<sup>①</sup>**

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☒ Public limited company  
☐ Private company limited by shares  
☐ Private company limited by guarantee  
☐ Private company limited by shares exempt under section 60  
☐ Private company limited by guarantee exempt under section 60  
☐ Private unlimited company with share capital  
☐ Private unlimited company without share capital

**① Company type**

If you are unsure of your company type, please check your latest certificate of incorporation or our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**A5****Registered office address<sup>②</sup>**

Building name/number 65  
 Street Buckingham Gate  
 Post town London  
 County/Region  
 Postcode S W 1 E 6 A T

**② Change of registered office**

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return

**A6****Single alternative inspection location (SAIL) of the company records (if applicable)<sup>③</sup>**

Building name/number Computershare Investor Services PLC  
 Street The Pavillions  
 Bridgewater Road  
 Post town Bristol  
 County/Region England  
 Postcode B S 1 3 8 A E

**③ SAIL address**

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form AD02 and submit it together with this annual return

**A7****Location of company records<sup>④</sup>**

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6

- ☒ Register of members  
☐ Register of directors  
☐ Directors' service contracts  
☐ Directors' indemnities  
☐ Register of secretaries  
☐ Records of resolutions etc  
☐ Contracts relating to purchase of own shares  
☐ Documents relating to redemption or purchase of own share out of capital by private company  
☐ Register of debenture holders  
☐ Report to members of outcome of investigation by public company into interests in its shares  
☒ Register of interests in shares disclosed to public company  
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland  
☐ Instruments creating charges and register of charges Scotland

**④ Location of company records**

If the company records are held at the registered office address, do not tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return

## Part 2 Officers of the company

This section should include details of the company at the date to which this annual return is made up

- For a secretary who is an individual, go to Section B1
- For a corporate secretary, go to Section C1
- For a director who is an individual, go to Section D1
- For a corporate director, go to Section E1

### Continuation pages

Please use a continuation page if you need to enter more officer details

### Secretary

#### B1 Secretary's details <sup>①</sup>

Please use this section to list all the secretaries of the company  
For a corporate secretary, complete Section C1-C4

Title*	Mr
Full forename(s)	Timothy Michael
Surname	RAYNER
Former name(s) <sup>②</sup>	

#### ① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return

#### Corporate details

Please use Section C1-C4 to enter corporate secretary details

#### Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03

#### ② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes

#### B2 Secretary's service address <sup>①</sup>

Building name/number	65
Street	Buckingham Gate
Post town	London
County/Region	
Postcode	S W 1 E 6 A T
Country	England

#### ① Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address

This information will appear on the public record

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**Corporate secretary**

<b>C1</b>	<b>Corporate secretary's details ①</b>	<p><b>① Corporate secretary appointments</b> You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return.</p> <p><b>Corporate secretary details</b> All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04.</p> <p>This information will appear on the public record.</p>
Please use this section to list all the corporate secretaries of the company		
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode	<div style="display: flex; justify-content: space-between;"> <div style="width: 10%;"> </div> <div style="width: 10%;"> </div> <div style="width: 10%;"> </div> <div style="width: 10%;"> </div> <div style="width: 10%;"> </div> <div style="width: 10%;"> </div> <div style="width: 10%;"> </div> <div style="width: 10%;"> </div> </div>	
Country		
<b>C2</b>	<b>Location of the registry of the corporate body or firm</b>	
Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete <b>Section C3 only</b> → No Complete <b>Section C4 only</b>		
<b>C3</b>	<b>EEA companies ②</b>	<p><b>② EEA</b> A full list of countries of the EEA can be found in our guidance <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a></p> <p><b>③</b> This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)</p>
Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register		
Where the company/firm is registered ③		
Registration number		
<b>C4</b>	<b>Non-EEA companies</b>	<p><b>④ Non-EEA</b> Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.</p>
Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.		
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ④		
If applicable, the registration number		

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## Annual Return

### Director

**D1**

#### Director's details <sup>①</sup>

Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	
Full forename(s)	Helen
Surname	ALEXANDER
Former name(s) <sup>②</sup>	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d 1 d 0 m 0 m 2 y 1 y 9 y 5 y 7
Business occupation (if any)	Company Director

#### ① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

#### Corporate details

Please use Section E1-E4 to enter corporate director details.

#### Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

#### ② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

**D2**

#### Director's service address <sup>③</sup>

Building name/number	Mill Stream
Street	Maidenhead Road
	Windsor
Post town	Berkshire
County/Region	England
Postcode	S L 4 5 G D
Country	United Kingdom

#### ③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

<b>D1</b>	<b>Director's details <sup>①</sup></b>	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*		
Full forename(s)	Peter John	
Surname	BYROM	
Former name(s) <sup>②</sup>		
Country/State of residence	England	
Nationality	British	
Date of birth	<div> <div>d2</div> <div>d3</div> <div>m0</div> <div>m6</div> <div>y1</div> <div>y9</div> <div>y4</div> <div>y4</div> </div>	
Business occupation (if any)	Non-executive Director	

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

<b>D2</b>	<b>Director's service address <sup>③</sup></b>	
Building name/number	65	
Street	Buckingham Gate	
Post town	London	
County/Region		
Postcode	<div> <div>S</div> <div>W</div> <div>1</div> <div>E</div> <div></div> <div>6</div> <div>A</div> <div>T</div> </div>	
Country	England	

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

### Director

D1 Director's details <sup>①</sup>																	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4																	
Title*	Mr																
Full forename(s)	Iain Cameron																
Surname	CONN																
Former name(s) <sup>②</sup>																	
Country/State of residence	United Kingdom																
Nationality	British																
Date of birth	<table border="1"><tr><td>d</td><td>2</td><td>d</td><td>2</td><td>m</td><td>1</td><td>m</td><td>0</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>6</td><td>y</td><td>2</td></tr></table>	d	2	d	2	m	1	m	0	y	1	y	9	y	6	y	2
d	2	d	2	m	1	m	0	y	1	y	9	y	6	y	2		
Business occupation (if any)	Company Director																

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address <sup>③</sup>									
Building name/number	1								
Street	ST JAME'S SQUARE								
Post town	LONDON								
County/Region									
Postcode	<table border="1"><tr><td>S</td><td>W</td><td>1</td><td>Y</td><td></td><td>4</td><td>P</td><td>D</td></tr></table>	S	W	1	Y		4	P	D
S	W	1	Y		4	P	D		
Country									

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

### Director

<b>D1</b>	<b>Director's details <sup>1</sup></b>	<b>1 Director appointments</b> You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.  <b>Corporate details</b> Please use Section E1-E4 to enter corporate director details.  <b>Director details</b> All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.  <b>2 Former name(s)</b> Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.																
	Please use this section to list all the directors of the company <b>For a corporate director, complete Section E1-E4</b>																	
Title*	Professor																	
Full forename(s)	Peter																	
Surname	GREGSON																	
Former name(s) <sup>2</sup>																		
Country/State of residence	Northern Ireland																	
Nationality	British																	
Date of birth	<table><tr><td>d</td><td>0</td><td>d</td><td>3</td><td>m</td><td>1</td><td>m</td><td>1</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>5</td><td>y</td><td>7</td></tr></table>		d	0	d	3	m	1	m	1	y	1	y	9	y	5	y	7
d	0		d	3	m	1	m	1	y	1	y	9	y	5	y	7		
Business occupation (if any)	President & Vice Chancellor of Queen's University Belfast																	

<b>D2</b>	<b>Director's service address <sup>3</sup></b>	<b>3 Service address</b> If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.  This information will appear on the public record.								
Building name/number	65									
Street	Buckingham Gate									
Post town	London									
County/Region										
Postcode	<table><tr><td>S</td><td>W</td><td>1</td><td>E</td><td></td><td>6</td><td>A</td><td>T</td></tr></table>		S	W	1	E		6	A	T
S	W		1	E		6	A	T		
Country	England									



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### Annual Return

#### Director

D1 Director's details <sup>①</sup>									
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4									
Title*									
Full forename(s)	James Mathew								
Surname	GUYETTE								
Former name(s) <sup>②</sup>									
Country/State of residence	United States								
Nationality	American								
Date of birth	<table border="1"><tr><td>d1</td><td>d5</td><td>m0</td><td>m4</td><td>y1</td><td>y9</td><td>y4</td><td>y5</td></tr></table>	d1	d5	m0	m4	y1	y9	y4	y5
d1	d5	m0	m4	y1	y9	y4	y5		
Business occupation (if any)	President & CEO - Rolls-Royce North America								

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address <sup>③</sup>									
Building name/number	65								
Street	Buckingham Gate								
Post town	London								
County/Region									
Postcode	<table border="1"><tr><td>S</td><td>W</td><td>1</td><td>E</td><td></td><td>6</td><td>A</td><td>T</td></tr></table>	S	W	1	E		6	A	T
S	W	1	E		6	A	T		
Country	England								

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

### Director

<b>D1</b>	<b>Director's details <sup>1</sup></b>	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Dr	
Full forename(s)	John David Gibson	
Surname	MCADAM	
Former name(s) <sup>2</sup>		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div>d3</div> <div>d0</div> <div>m0</div> <div>m4</div> <div>y1</div> <div>y9</div> <div>y4</div> <div>y8</div>	
Business occupation (if any)	Company Director	

**<sup>1</sup> Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**<sup>2</sup> Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

<b>D2</b>	<b>Director's service address <sup>3</sup></b>	
Building name/number	Portland House	
Street	Bressenden Place	
Post town	LONDON	
County/Region	England	
Postcode	<div>S</div> <div>W</div> <div>1</div> <div>E</div> <div></div> <div>5</div> <div>B</div> <div>H</div>	
Country	United Kingdom	

**<sup>3</sup> Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

### Director

<b>D1</b>	<b>Director's details <sup>①</sup></b>	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*		
Full forename(s)	John Mitchell	
Surname	NEILL	
Former name(s) <sup>②</sup>		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div> <div>d2</div> <div>d1</div> <div>m0</div> <div>m7</div> <div>y1</div> <div>y9</div> <div>y4</div> <div>y7</div> </div>	
Business occupation (if any)	Company Director	

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

<b>D2</b>	<b>Director's service address <sup>③</sup></b>	
Building name/number	65	
Street	Buckingham Gate	
Post town	London	
County/Region		
Postcode	<div> <div>S</div> <div>W</div> <div>1</div> <div>E</div> <div></div> <div>6</div> <div>A</div> <div>T</div> </div>	
Country	England	

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

### Director

#### D1 Director's details <sup>①</sup>

Please use this section to list all the directors of the company  
**For a corporate director, complete Section E1-E4**

Title*																	
Full forename(s)	John Frederick																
Surname	RISHTON																
Former name(s) <sup>②</sup>																	
Country/State of residence	Netherlands																
Nationality	British																
Date of birth	<table><tr><td>d</td><td>2</td><td>d</td><td>1</td><td>m</td><td>0</td><td>m</td><td>2</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>5</td><td>y</td><td>8</td></tr></table>	d	2	d	1	m	0	m	2	y	1	y	9	y	5	y	8
d	2	d	1	m	0	m	2	y	1	y	9	y	5	y	8		
Business occupation (if any)	Company Director																

#### ① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

#### Corporate details

Please use Section E1-E4 to enter corporate director details.

#### Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

#### ② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

#### D2 Director's service address <sup>③</sup>

Building name/number	65								
Street	Buckingham Gate								
Post town	London								
County/Region									
Postcode	<table><tr><td>S</td><td>W</td><td>1</td><td>E</td><td></td><td>6</td><td>A</td><td>T</td></tr></table>	S	W	1	E		6	A	T
S	W	1	E		6	A	T		
Country	England								

#### ③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

### Director

**D1**

#### Director's details <sup>①</sup>

Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr
Full forename(s)	Simon Mainwaring
Surname	ROBERTSON
Former name(s) <sup>②</sup>	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d 0 d 4 m 0 m 3 y 1 y 9 y 4 y 1
Business occupation (if any)	Investment Banker

#### ① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

#### Corporate details

Please use Section E1-E4 to enter corporate director details.

#### Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

#### ② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

**D2**

#### Director's service address <sup>③</sup>

Building name/number	8
Street	CANADA SQUARE
Post town	LONDON
County/Region	
Postcode	E 1 4 5 H Q
Country	

#### ③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

### Director

<b>D1</b>	<b>Director's details <sup>①</sup></b>	
	Please use this section to list all the directors of the company <b>For a corporate director, complete Section E1-E4</b>	
Title*	Sir	
Full forename(s)	John Edward Victor	
Surname	ROSE	
Former name(s) <sup>②</sup>		
Country/State of residence	England	
Nationality	British	
Date of birth	<div> <div>d0</div> <div>d9</div> <div>m1</div> <div>m0</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y2</div> </div>	
Business occupation (if any)	Chief Executive	

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

<b>D2</b>	<b>Director's service address <sup>③</sup></b>	
Building name/number	65	
Street	Buckingham Gate	
Post town	London	
County/Region		
Postcode	<div> <div>S</div> <div>W</div> <div>1</div> <div>E</div> <div></div> <div>6</div> <div>A</div> <div>T</div> </div>	
Country	England	

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

# AR01 - continuation page

## Annual Return

### Director

<b>D1</b>	<b>Director's details <sup>①</sup></b>	<b>① Director appointments</b> You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.  <b>Corporate details</b> Please use Section E1-E4 to enter corporate director details.  <b>Director details</b> All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.  <b>② Former name(s)</b> Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.																
	Please use this section to list all the directors of the company. <b>For a corporate director, complete Section E1-E4</b>																	
Title*																		
Full forename(s)	Andrew Barkley																	
Surname	SHILSTON																	
Former name(s) <sup>②</sup>																		
Country/State of residence	England																	
Nationality	British																	
Date of birth	<table><tr><td>d</td><td>2</td><td>d</td><td>0</td><td>m</td><td>1</td><td>m</td><td>0</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>5</td><td>y</td><td>5</td></tr></table>		d	2	d	0	m	1	m	0	y	1	y	9	y	5	y	5
d	2		d	0	m	1	m	0	y	1	y	9	y	5	y	5		
Business occupation (if any)	Finance Director																	

<b>D2</b>	<b>Director's service address <sup>③</sup></b>	<b>③ Service address</b> If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.  This information will appear on the public record.								
Building name/number	65									
Street	Buckingham Gate									
Post town	London									
County/Region										
Postcode	<table><tr><td>S</td><td>W</td><td>1</td><td>E</td><td></td><td>6</td><td>A</td><td>T</td></tr></table>		S	W	1	E		6	A	T
S	W		1	E		6	A	T		
Country	England									

# AR01 - continuation page

## Annual Return

### Director

<b>D1</b>	<b>Director's details <sup>1</sup></b>	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*		
Full forename(s)	Colin Peter	
Surname	SMITH	
Former name(s) <sup>2</sup>		
Country/State of residence	England	
Nationality	British	
Date of birth	d1 d3 m1 m1 y1 y9 y5 y5	
Business occupation (if any)	Director of Engineering & Technology	

**<sup>1</sup> Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**<sup>2</sup> Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

<b>D2</b>	<b>Director's service address <sup>3</sup></b>	
Building name/number	65	
Street	Buckingham Gate	
Post town	London	
County/Region		
Postcode	S W 1 E 6 A T	
Country	England	

**<sup>3</sup> Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.



# AR01 - continuation page Annual Return

## Director

<b>D1</b>	<b>Director's details <sup>①</sup></b>	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Ian Charles	
Surname	STRACHAN	
Former name(s) <sup>②</sup>		
Country/State of residence	England	
Nationality	British	
Date of birth	<div> <div>d</div> <div>0</div> <div>d</div> <div>7</div> <div>m</div> <div>0</div> <div>m</div> <div>4</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>4</div> <div>y</div> <div>3</div> </div>	
Business occupation (if any)	non-executive director	

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

<b>D2</b>	<b>Director's service address <sup>③</sup></b>	
Building name/number	30	
Street	Bloomfield Terrace	
Post town	London	
County/Region		
Postcode	<div> <div>S</div> <div>1</div> <div>W</div> <div></div> <div>8</div> <div>P</div> <div>Q</div> <div></div> </div>	
Country	England	

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

# AR01 - continuation page

## Annual Return

### Director

**D1**

#### Director's details <sup>①</sup>

Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	
Full forename(s)	Michael James
Surname	TERRETT
Former name(s) <sup>②</sup>	
Country/State of residence	England
Nationality	British
Date of birth	d 3 d 0 m 1 m 1 y 1 y 9 y 5 y 6
Business occupation (if any)	Chief Operating Officer

#### ① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

#### Corporate details

Please use Section E1-E4 to enter corporate director details.

#### Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

#### ② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

**D2**

#### Director's service address <sup>③</sup>

Building name/number	65
Street	Buckingham Gate
Post town	London
County/Region	
Postcode	S W 1 E 6 A T
Country	England

#### ③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

## Statement of capital <sup>o</sup>

Does your company have share capital?

→ **Yes** Complete the sections below and the following Part 4

→ No Go to Part 5 (Signature)

① This should reflect the company's capital status at the made up date of this annual return

## Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete **Section F1** and then go to **Section F4**

Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ②	Amount (if any) unpaid on each share ③	Number of shares ④ ✓	Aggregate nominal value ⑤
non-cumulative redeemable preference shares (C Shares)	0 00 1	0 00	16,279,516,483	£ 16,279,516 483
Ordinary	0 20	0 00	1,854,123,931	£ 370,824,786 20
SPECIAL RIGHTS NON-VOTING	1 00	0 00	✓ 1	£ 1 00
				£
<b>Totals</b>			18,133,640,415	£ 387,104,303 683

## Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies

Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
<b>Totals</b>				

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals				

**Totals**

Please give the total number of shares and total aggregate nominal value of issued share capital

**5 Total aggregate nominal value**  
Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc

Total number of shares

Total aggregate nominal value ⑤

② Including both the nominal value and any share premium

④ Number of shares issued multiplied by nominal value of each share

**③ Total number of issued shares in this class**

**Continuation Pages**  
Please use a Statement of Capital continuation  
page if necessary

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**Corporate director**

<b>E1</b>	<b>Corporate director's details <sup>①</sup></b>	
	Please use this section to list all the corporate director's of the company	
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	
Country		
	<b>① Corporate director appointments</b> You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return.  <b>Corporate director details</b> All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02.  This information will appear on the public record.	
<b>E2</b>	<b>Location of the registry of the corporate body or firm</b>	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete <b>Section E3 only</b> → No Complete <b>Section E4 only</b>	
<b>E3</b>	<b>EEA companies <sup>②</sup></b>	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered <sup>③</sup>		
Registration number		
	<b>② EEA</b> A full list of countries of the EEA can be found in our guidance <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a>  <b>③</b> This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)	
<b>E4</b>	<b>Non-EEA companies</b>	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered <sup>④</sup>		
If applicable, the registration number		
	<b>④ Non-EEA</b> Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.	

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**F4**

**Statement of capital (Voting rights)**

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share	£0 001 non-cumulative redeemable preference shares (C Shares)
----------------	--

Voting rights	See attached schedule
---------------	-----------------------

Class of share	£0 20 Ordinary
----------------	----------------

Voting rights	See attached schedule
---------------	-----------------------

Class of share	£1 00 SPECIAL RIGHTS NON-VOTING
----------------	---------------------------------

Voting rights	See attached schedule
---------------	-----------------------

Class of share	
----------------	--

Voting rights	
---------------	--

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## Annual Return

F4	Statement of capital (Voting rights)
Class of share	£0 001 non-cumulative redeemable preference shares (C Shares)
Voting rights	<p>a) Voting rightsThe holders of the C Shares are not entitled to attend, speak or vote at any general meeting except one at which a resolution to wind up the Company is to be considered in which case the holders of the C Shares shall have the right to attend the general meeting and shall be entitled to speak and vote only on such resolution Every holder of C Shares will have one vote for every 200 C Shares held by such holder b) DividendsOut of the profits available for distribution, the holders of the C Shares shall be entitled, in priority to any payment of a dividend to the holders of ordinary shares, to be paid a non-cumulative preferential dividend on the nominal value thereof at 75 per cent of the London inter bank offered rate for six month deposits in pounds sterling (LIBOR) which appears on the display designated as page 3750 on the Telerate Monitor (exclusive of any associated tax credit relating thereto or withholding tax deductible therefrom) calculated in accordance with the Articles of Association, such dividend to be paid half-yearly in arrears on January 2 and July 1 in each year or, if any such date is not a business day, on the next day which is a business day c) Capital RightsOn a return of capital on a winding-up, the holders of C Shares shall be entitled, in priority to any payment to the holders of ordinary shares, to the repayment of the nominal capital paid-up or credited as paid-up on the C Shares held by them, together with a sum equal to the outstanding preferential dividend which will have been accrued but not been paid until the date of return of capital d) Redemption rightsThe Company has the right as often as the directors believe appropriate and subject to the provisions of the Articles of Association</p>

# AR01 - continuation page

## Annual Return

**F4**

### Statement of capital (Voting rights)

Class of share	£0 20 Ordinary
Voting rights	<p>A) Voting rightsSubject to any rights or restrictions attached to any shares and to the provisions of the Articles, on a show of hands every ordinary shareholder who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative, not being himself a member entitled to vote, shall have one vote and on a poll every member shall have one vote for every ordinary share of which he is the holder b) DividendsThe ordinary shares carry the right to receive all dividends and other distributions declared, made or paid on the ordinary share capital of the Company and rank pari passu in all respects with the other ordinary shares in issue and fully paid c) Capital RightsAfter paying such sums as may be due to holders of any other class of shares in the capital of the Company, any remaining surplus shall be distributed pro-rata amongst the holders of the ordinary shares (according to the amounts paid up on their respective holdings of such shares) d) Redemption rightsOrdinary shares are not redeemable However, the Company is generally and unconditionally authorised to make market purchases of its ordinary shares of 20 pence each in the capital of the Company, subject to the conditions and within the limits established from time to time by resolution of the shareholders at the annual general meeting</p>

# AR01 - continuation page

## Annual Return

F4	Statement of capital (Voting rights)
Class of share	£1 00 SPECIAL RIGHTS NON-VOTING
Voting rights	<p>The Special Share may only be issued to, held by and transferred to the Secretary of State for Trade and Industry, a Minister of the Crown or any person acting on behalf of the Crown</p> <p>a) Voting rightsThe Special Shareholder shall be entitled to receive notice of and to attend and speak at any general meeting or any meeting of any class of shareholders of the Company but the Special Share carries no right to vote nor any other rights at any general meeting</p> <p>b) DividendsThe Special Share confers no rights to receive dividends</p> <p>c) Capital RightsIn a distribution of capital in a winding up of the Company, the Special Shareholder is entitled to repayment of the capital paid up on the Special Share in priority to any repayment of capital to any other member The Special Share confers no other right to participate in the capital or profits of the Company</p> <p>d) Redemption rightsThe Special Shareholder may, subject to the provisions of the Act, require the Company to redeem the Special Share at par at any time by serving written notice upon the Company and delivering the relevant share certificate</p> <p>e) Other rightsCertain Articles within the Company's Articles of Association, in particular those relating to the foreign shareholding limit, disposals and the nationality of directors, may only be altered with the consent of the Special Shareholder The provisions relating to disposals ensure that that no member of the Group can make any disposal which constitutes a disposal of the whole or a material part of either (a) the assets of the Nuclear Business or (b) the assets of the Group as a whole, without, in any such case, the prior consent in writing of the Special Shareholder</p>



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G4

**Traded public companies – list of past and present shareholders**

This section should show the shareholders that hold at **least 5% of any class of share(s) of the company at the date of this return**. It should only be completed by public companies that have traded on a regulated market at any time during the period of this return.

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year.

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order.

Joint shareholders should be listed consecutively.

**Further shareholders**  
Please use a 'Traded public companies – list of past and present shareholders' continuation page if necessary.

Shareholder's details		Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Name	THE SOLICITOR FOR THE AFFAIRS OF HER MAJESTY'S TREASURY	SPECIAL RIGHTS NON-VOTING	1	✓
Address	QUEEN ANNES CHAMBERS 28 BROADWAY LONDON SW1H 9JS			/ /
Name				/ /
Address				/ /
Name				/ /
Address				/ /
Name				/ /
Address				/ /
Name				/ /
Address				/ /

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**Part 5**      **Signature**

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X



X

This form may be signed by  
Director <sup>1</sup>, Secretary, Person authorised <sup>2</sup>, Charity commission receiver and  
~~manager, CIC manager, Judicial factor~~

**1 Societas Europaea**

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

**2 Person authorised**

Under either section 270 or 274 of the Companies Act 2006

# AR01

## Annual Return



### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name Paul Davies

Address Rolls-Royce Group plc -  
ML10

Moor Lane

Post town Derby

County/Region

Postcode D E 2 4 8 B J

Country

DX

Telephone



### Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



### Important information

Please note that all information on this form will appear on the public record



### How to pay

A fee of £30 is payable to Companies House in respect of an Annual Return

Make cheques or postal orders payable to 'Companies House'



### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

#### For companies registered in England and Wales

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

#### For companies registered in Scotland

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

#### For companies registered in Northern Ireland

The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1



### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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G3

**Private or non-traded public companies – list of past and present shareholders**

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

**Further shareholders**

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
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				/ /

## Part 4

## Shareholders

Does your company have share capital?  
→ Yes Complete the sections below  
→ No Go to Part 5 (Signature)

❶ This should reflect the shareholder details at the made up date of this annual return

**G1**

### Traded public companies ❷

☒ Please tick the box if your company was a traded public company at any time during the period of this return

❷ Traded company definition  
A traded company means a company any of whose shares are admitted to trading on a regulated market

**G2**

### List of past and present shareholders

Private and non-traded public companies are required to provide a 'full list' if one was not included with either of the last two returns

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns

Please tick the appropriate box below

- ☐ A full list of shareholders for a private or non-traded public company is enclosed Please complete **Section G3**, or
- ☒ A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete **Section G4**
- ☐ A list of shareholder changes is enclosed  
→ For private or non-traded public companies, please complete **Section G3**  
→ For traded public companies, please complete **Section G4**
- ☐ There were no shareholder changes in this period  
→ Go to **Part 5 (Signature)**

Please tick the appropriate box below to indicate the format of your shareholder details

- ☐ The list of shareholders is enclosed on paper
- ☒ The list of shareholders is enclosed in another format

# ROLLS-ROYCE GROUP plc

## Subsidiaries, Joint Ventures and Associates

Company Name	Ultimate %
A F C WULTEX LIMITED	100 0000%
A P E - ALLEN GEARS LIMITED	100 0000%
ADVANCE GAS TURBINE SOLUTIONS SDN BHD	49 0000%
AIRCRAFT LEASING AUSTRALIA PTY LIMITED	100 0000%
AIRTANKER (FSTA) LIMITED	20 0000%
AIRTANKER 1 LIMITED	20 0000%
AIRTANKER EQUITY BRIDGE LOAN LIMITED	20 0001%
AIRTANKER FINANCE LIMITED	20 0000%
AIRTANKER HOLDINGS LIMITED	20 0000%
AIRTANKER LIMITED	20 0000%
AIRTANKER SERVICES LIMITED	22 3323%
ALLEN POWER ENGINEERING LIMITED	100 0000%
ALPHA LEASING (NO 3) LIMITED	50 0000%
ALPHA LEASING (NO 4) LIMITED	50 0000%
ALPHA LEASING (US) (No 2) LLC	50 0000%
ALPHA LEASING (US) (No 4) LLC	50 0000%
ALPHA LEASING (US) (No 5) LLC	50 0000%
ALPHA LEASING (US) LLC	50 0000%
ALPHA LEASING LIMITED	50 0000%
ALPHA PARTNERS LEASING LIMITED	50 0000%
AMALGAMATED POWER ENGINEERING LIMITED	100 0000%
ANECOM AEROTEST GmbH	24 9000%
AQUAMASTER (PROPULSION) LIMITED	100 0000%
AUSTRALIAN COMPANY NUMBER 001068800 PTY LIMITED	100 0000%
AVALLOY (PROPRIETARY) LIMITED	15 0000%
BRISTOL ENERGY LIMITED	100 0000%
BRISTOL SIDDELEY ENGINES LIMITED	100 0000%
BROOKE OCEAN TECHNOLOGY (USA) INC	100 0000%
BROWN BROTHERS & COMPANY, LIMITED	100 0000%
C A PARSONS & COMPANY LIMITED	100 0000%
CLARKE CHAPMAN PORTIA PORT SERVICES LIMITED	50 0000%
COMPOSITE TECHNOLOGY AND APPLICATIONS LIMITED	51 0000%
COREDATA LIMITED	100 0000%
CROSSLEY-PREMIER ENGINES (SALES) LIMITED	100 0000%
CROYDON ENERGY LIMITED	100 0000%
DATA SYSTEMS & SOLUTIONS (FRANCE) SAS	100 0000%
DATA SYSTEMS & SOLUTIONS, LLC	100 0000%
DEESIDE TITANIUM LIMITED	82 5000%
DERBY COGENERATION LIMITED	100 0000%
DERBY SPECIALIST FABRICATIONS LIMITED	100 0000%
DSS HOLDINGS LIMITED	100 0000%

EGYPT AERO MANAGEMENT SERVICES	50 0000%
EPI EUROPROP INTERNATIONAL GmbH	28 0000%
EUROJET TURBO GMBH	33 0000%
EUROPEA MICROFUSIONI AEROSPAZIALI SPA	100 0000%
EXETER POWER LIMITED	100 0000%
EXOSTAR CORPORATION	18 5000%
EXOSTAR LLC	18 0000%
GATE LEASING LIMITED	50 0000%
GE ROLLS-ROYCE FIGHTER ENGINE TEAM LLC	40 0000%
GENISTICS HOLDINGS LIMITED	50 0000%
GENISTICS LIMITED	50 0000%
GLOBAL AEROSPACE CENTRE FOR ICING AND ENVIRONMENTAL RESEARCH INC	50 0000%
HEARTLANDS POWER LIMITED	100 0000%
HEATON POWER LIMITED	100 0000%
HONG KONG AERO ENGINE SERVICES LIMITED	45 0000%
IAE INTERNATIONAL AERO ENGINES AG	32 4500%
IAE SERVICES AG	32 4500%
INDUSTRIA DE TURBO PROPULSORES SA	46 8750%
INTERING INTERFERENZTECHNIK INGENIEURWESEN GMBH	100 0000%
INTERNATIONAL ENGINE COMPONENT OVERHAUL PTE LTD	50 0000%
JOHN HASTIE OF GREENOCK (HOLDINGS) LIMITED	100 0000%
JOHN THOMPSON (DESIGN AND CONTRACTING DIVISION) LIMITED	100 0000%
JOHN THOMPSON (NZ) LIMITED	100 0000%
JOHN THOMPSON COCHRAN LIMITED	100 0000%
JOHN THOMPSON LIMITED	100 0000%
KALVET ENGINEERING (PROPRIETARY) LIMITED	100 0000%
KAMEWA AB	100 0000%
KAMEWA DO BRAZIL EQUIPAMENTOS MARITIMOS LIMITADA	100 0000%
KAMEWA HOLDING AB	100 0000%
KAMEWA SINGAPORE PTE LIMITED	100 0000%
KAMEWA UK LIMITED	100 0000%
KELLY AVIATION CENTER LP	5 0000%
LIGHT HELICOPTER TURBINE ENGINE COMPANY	50 0000%
LILIUM GMBH & CO KG	100 0000%
LIMITED LIABILITY COMPANY "ROLLS-ROYCE INTERNATIONAL"	100 0000%
M L LIMITED	100 0000%
MAGNETIC SYSTEMS TECHNOLOGY LIMITED	10 0000%
MANSFIELD HOLDINGS LIMITED	100 0000%
MANTIC POINT SOLUTIONS LIMITED	34 0173%
MEZZO MOVIES LIMITED	49 3215%
MICHELL BEARINGS (INDIA) PRIVATE LIMITED	51 0000%
MICHELL BEARINGS LIMITED	100 0000%
MIDDLE EAST EQUITY PARTNERS LIMITED	100 0000%
MTU TURBOMECA ROLLS-ROYCE GmbH	33 3333%
MTU TURBOMECA ROLLS-ROYCE ITP GMBH	25 0000%
MUNRO & JUNOR LIMITED	100 0000%

N3 ENGINE OVERHAUL SERVICES GMBH & CO KG	50 0000%
N3 ENGINE OVERHAUL SERVICES VERWALTUNGSGESELLSCHAFT MBH	50 0000%
NAVIS CONSULT D O O	75 0000%
NEI (THAILAND) LIMITED	100 0000%
NEI ALLEN LIMITED	100 0000%
NEI COMBUSTION ENGINEERING LIMITED	100 0000%
NEI INTERNATIONAL COMBUSTION LIMITED	100 0000%
NEI LIMITED	100 0000%
NEI MINING EQUIPMENT LIMITED	100 0000%
NEI NUCLEAR SYSTEMS LIMITED	100 0000%
NEI OVERSEAS HOLDINGS LIMITED	100 0000%
NEI PARSONS LIMITED	100 0000%
NEI PEEBLES LIMITED	100 0000%
NEI POWER PROJECTS LIMITED	100 0000%
NEI SERVICES LIMITED	100 0000%
NIGHTINGALE INSURANCE LIMITED	100 0000%
NORTHERN ENGINEERING INDUSTRIES AFRICA LIMITED - IN LIQUIDATION	24 3596%
OBS MEDICAL LIMITED	18 9285%
ODIM AS	100 0000%
ODIM ASA	100 0000%
ODIM ASIA PTE LTD	100 0000%
ODIM BROOKE OCEAN LTD	100 0000%
ODIM DO BRAZIL	100 0000%
ODIM HOUSTON LLC	100 0000%
ODIM INC	100 0000%
ODIM JMC AS	100 0000%
ODIM MARINE SERVICES PTE LTD	100 0000%
ODIM NUMET LTD HOVDEN KLUBBHUS AS	34 5000%
ODIM SHANGHAI	100 0000%
ODIM SPECTRUM LTD	100 0000%
ODIM VIETNAM LTD	100 0000%
OFFSHORE SIMULATOR CENTRE AS	25 0000%
OHIM AS	100 0000%
OMEGA LEASING (NO 3) LIMITED	50 0000%
OMEGA LEASING (NO 4) LIMITED	50 0000%
OMEGA LEASING (US) (No 2) LLC	50 0000%
OMEGA LEASING (US) (No 4) LLC	50 0000%
OMEGA LEASING (US) LLC	50 0000%
OMEGA LEASING LIMITED	50 0000%
OPTIMIZED SYSTEMS AND SOLUTIONS - C Z, s r o	100 0000%
OPTIMIZED SYSTEMS AND SOLUTIONS (US) LLC	100 0000%
OPTIMIZED SYSTEMS AND SOLUTIONS INC	100 0000%
OPTIMIZED SYSTEMS AND SOLUTIONS LIMITED	100 0000%
OXYGENAIRE LIMITED	100 0000%



POWERFIELD LIMITED	100 0000%
POWERFIELD SPECIALIST ENGINES LIMITED	100 0000%
QUAY LEASING LIMITED	50 0000%
RALLYSWIFT LIMITED	100 0000%
REFLEX MANUFACTURING SYSTEMS LIMITED	100 0000%
REYROLLE BELMOS LIMITED	100 0000%
ROLLS E L TURBOFANS LIMITED	100 0000%
ROLLS LAVAL HEAT EXCHANGERS LIMITED	50 0000%
ROLLS WOOD GROUP (REPAIR & OVERHAULS) LIMITED	50 0000%
ROLLS WOOD GROUP (REPAIR & OVERHAULS) USA INC	50 0000%
ROLLS-ROYCE & PARTNERS FINANCE (IRELAND)	100 0000%
ROLLS-ROYCE & PARTNERS FINANCE (NETHERLANDS) BV	100 0000%
ROLLS-ROYCE & PARTNERS FINANCE (US) (NO 2) LLC	50 0000%
ROLLS-ROYCE & PARTNERS FINANCE (US) LLC	50 0000%
ROLLS-ROYCE & PARTNERS FINANCE LIMITED	50 0000%
ROLLS-ROYCE (FRANCE) LIMITED	100 0000%
ROLLS-ROYCE (IRELAND)	100 0000%
ROLLS-ROYCE (THAILAND) LIMITED	99 9833%
ROLLS-ROYCE AB	100 0000%
ROLLS-ROYCE AERO ENGINE SERVICES LIMITED	100 0000%
ROLLS-ROYCE AIRCRAFT MANAGEMENT LIMITED	100 0000%
ROLLS-ROYCE AND JAPANESE AERO ENGINES LIMITED	50 0000%
ROLLS-ROYCE AUSTRALIA LIMITED	100 0000%
ROLLS-ROYCE AUSTRALIA SERVICES PTY LIMITED	100 0000%
ROLLS-ROYCE BRASIL LIMITADA	100 0000%
ROLLS-ROYCE CANADA LIMITED	100 0000%
ROLLS-ROYCE CAPITAL LIMITED	100 0000%
ROLLS-ROYCE CIVIL NUCLEAR SAS	100 0000%
ROLLS-ROYCE COMMERCIAL AERO ENGINES LIMITED	100 0000%
ROLLS-ROYCE COMMERCIAL MARINE INC	100 0000%
ROLLS-ROYCE CONTROL SYSTEMS HOLDINGS CO	100 0000%
ROLLS-ROYCE CORPORATION	100 0000%
ROLLS-ROYCE CREDIT CORPORATION	100 0000%
ROLLS-ROYCE CROSSPOINTE LLC	100 0000%
ROLLS-ROYCE DE VENEZUELA SA	100 0000%
ROLLS-ROYCE DEFENSE ENERGY INC	100 0000%
ROLLS-ROYCE DEFENSE HOLDINGS INC	100 0000%
ROLLS-ROYCE DEFENSE SERVICES INC	100 0000%
ROLLS-ROYCE DEUTSCHLAND LTD & CO KG	100 0000%
ROLLS-ROYCE DIRECTORATE LIMITED	100 0000%
ROLLS-ROYCE ENERGY SYSTEMS (TANZANIA) LIMITED	100 0000%
ROLLS-ROYCE ENERGY SYSTEMS INC	100 0000%
ROLLS-ROYCE ENGINE CONTROLS HOLDINGS LIMITED	100 0000%
ROLLS-ROYCE ENGINE LEASING (LABUAN) LIMITED	100 0000%
ROLLS-ROYCE ENGINE SERVICES - OAKLAND INC	100 0000%
ROLLS-ROYCE ENGINE SERVICES HOLDINGS CO	100 0000%

ROLLS-ROYCE ENGINE SERVICES LIMITADA INC	99 9987%
ROLLS-ROYCE ERSTE BETEILIGUNGS GMBH	100 0000%
ROLLS-ROYCE FINANCE COMPANY LIMITED	100 0000%
ROLLS-ROYCE FINANCE HOLDINGS CO	100 0000%
ROLLS-ROYCE FUEL CELL SYSTEMS (US) INC	100 0000%
ROLLS-ROYCE FUEL CELL SYSTEMS LIMITED	80 8300%
ROLLS-ROYCE FUEL CELL SYSTEMS PTE LIMITED	100 0000%
ROLLS-ROYCE GENERAL PARTNER LIMITED	100 0000%
ROLLS-ROYCE GOODRICH ENGINE CONTROL SYSTEMS LIMITED	50 0000%
ROLLS-ROYCE GOODRICH ENGINE CONTROL SYSTEMS LLC	50 0000%
ROLLS-ROYCE GOODRICH ENGINE CONTROL SYSTEMS PENSION TRUSTEES LIMITED	50 0000%
ROLLS-ROYCE HOLDINGS CANADA INC	100 0000%
ROLLS-ROYCE INDIA LIMITED	100 0000%
ROLLS-ROYCE INDIA PRIVATE LIMITED	100 0000%
ROLLS-ROYCE INDUSTRIAL & MARINE GAS TURBINES LIMITED	100 0000%
ROLLS-ROYCE INDUSTRIAL & MARINE POWER LIMITED	99 9999%
ROLLS-ROYCE INDUSTRIAL POWER (HONG KONG) LIMITED	100 0000%
ROLLS-ROYCE INDUSTRIAL POWER (INDIA) LIMITED	100 0000%
ROLLS-ROYCE INDUSTRIAL POWER (MALAYSIA) SDN BHD	100 0000%
ROLLS-ROYCE INDUSTRIAL POWER (OVERSEAS PROJECTS) LIMITED	100 0000%
ROLLS-ROYCE INDUSTRIAL POWER ENGINEERING (OVERSEAS PROJECTS) LIMITED	100 0000%
ROLLS-ROYCE INDUSTRIAL POWER INVESTMENTS LIMITED	100 0000%
ROLLS-ROYCE INDUSTRIAL POWER SYSTEMS LIMITED	100 0000%
ROLLS-ROYCE INDUSTRIES LIMITED	100 0000%
ROLLS-ROYCE INTERNATIONAL LIMITED	100 0000%
ROLLS-ROYCE INVESTMENT CO	100 0000%
ROLLS-ROYCE ITALIA SRL	100 0000%
ROLLS-ROYCE JAPAN CO LIMITED	100 0000%
ROLLS-ROYCE JSF HOLDINGS INC	100 0000%
ROLLS-ROYCE LEASING LIMITED	100 0000%
ROLLS-ROYCE MALAYSIA SDN BHD	100 0000%
ROLLS-ROYCE MARINE (SHANGHAI) LIMITED	100 0000%
ROLLS-ROYCE MARINE AS	100 0000%
ROLLS-ROYCE MARINE ASIA LIMITED	99 9990%
ROLLS-ROYCE MARINE AUSTRALIA PTY LIMITED	100 0000%
ROLLS-ROYCE MARINE BENELUX BV	100 0000%
ROLLS-ROYCE MARINE BRASIL LIMITADA	100 0000%
ROLLS-ROYCE MARINE CHILE SA	100 0000%
ROLLS-ROYCE MARINE DANMARK AS	100 0000%
ROLLS-ROYCE MARINE DEUTSCHLAND GMBH	100 0000%
ROLLS-ROYCE MARINE ELECTRICAL SYSTEMS LIMITED	100 0000%
ROLLS-ROYCE MARINE ESPANA S A	100 0000%
ROLLS-ROYCE MARINE FRANCE SARL	100 0000%
ROLLS-ROYCE MARINE HELLAS S A	100 0000%

ROLLS-ROYCE MARINE HONG KONG LIMITED	99 9990%
ROLLS-ROYCE MARINE INDIA PRIVATE LIMITED	100 0000%
ROLLS-ROYCE MARINE KOREA LIMITED	100 0000%
ROLLS-ROYCE MARINE MANUFACTURING (SHANGHAI) LIMITED	100 0000%
ROLLS-ROYCE MARINE POLAND SP ZOO	99 9090%
ROLLS-ROYCE MARINE POWER OPERATIONS LIMITED	100 0000%
ROLLS-ROYCE MECHANICAL TEST OPERATIONS CENTRE GMBH	100 0000%
ROLLS-ROYCE MEXICO ADMINISTRATION S DE RL DE CV	100 0000%
ROLLS-ROYCE MEXICO S DE RL DE CV	100 0000%
ROLLS-ROYCE MILITARY AERO ENGINES LIMITED	100 0000%
ROLLS-ROYCE NAMIBIA (PTY) LIMITED	100 0000%
ROLLS-ROYCE NAVAL MARINE INC	100 0000%
ROLLS-ROYCE NEW ZEALAND LIMITED	100 0000%
ROLLS-ROYCE NIGERIA LIMITED	100 0000%
ROLLS-ROYCE NORTH AMERICA (USA) HOLDINGS CO	100 0000%
ROLLS-ROYCE NORTH AMERICA HOLDINGS INC	100 0000%
ROLLS-ROYCE NORTH AMERICA INC	100 0000%
ROLLS-ROYCE NORTH AMERICA VENTURES INC	100 0000%
ROLLS-ROYCE NORTH AMERICAN TECHNOLOGIES INC	100 0000%
ROLLS-ROYCE OPERATIONS (INDIA) PRIVATE LIMITED	100 0000%
ROLLS-ROYCE OVERSEAS HOLDINGS LIMITED	100 0000%
ROLLS-ROYCE OVERSEAS INVESTMENTS LIMITED	100 0000%
ROLLS-ROYCE OY AB	100 0000%
ROLLS-ROYCE PLACEMENTS LIMITED	100 0000%
ROLLS-ROYCE plc	100 0000%
ROLLS-ROYCE POWER DEVELOPMENT LIMITED	100 0000%
ROLLS-ROYCE POWER ENGINEERING PLC	100 0000%
ROLLS-ROYCE SAUDI ARABIA LIMITED	100 0000%
ROLLS-ROYCE SECRETARIAT LIMITED	100 0000%
ROLLS-ROYCE SINGAPORE PTE LIMITED	100 0000%
ROLLS-ROYCE SNECMA LIMITED	50 0000%
ROLLS-ROYCE TECHNICAL SUPPORT SARL	100 0000%
ROLLS-ROYCE TOTAL CARE SERVICES LIMITED	100 0000%
ROLLS-ROYCE TRANSMISSION & DISTRIBUTION LIMITED	100 0000%
ROLLS-ROYCE TURBOMECA LIMITED	50 0000%
ROLLS-ROYCE TURBOMECA SAS	50 0000%
ROLLS-ROYCE ZWEITE BETEILIGUNGS GMBH	100 0000%
ROSS CERAMICS LIMITED	100 0000%
R-R INDUSTRIAL CONTROLS LIMITED	100 0000%
RRPF ENGINE LEASING (NO 2) LIMITED	50 0000%
RRPF ENGINE LEASING (US) LLC	50 0000%
RRPF ENGINE LEASING LIMITED	50 0000%
RWG (REPAIR & OVERHAULS) CANADA LIMITED	50 0000%
SCANDINAVIAN ELECTRIC AUSTEVOLL AS	100 0000%
SCANDINAVIAN ELECTRIC GDANSK SP ZOO	100 0000%
SCANDINAVIAN ELECTRIC HOLDING AS	100 0000%

SCANDINAVIAN ELECTRIC HOLDING AS	100 0000%
SCANDINAVIAN ELECTRIC SYSTEMS AS	100 0000%
SCANDINAVIAN ELECTRIC SYSTEMS DO BRASIL LIMITADA	100 0000%
SEAWORTHY INDUSTRIAL SYSTEMS, INC	100 0000%
SEAWORTHY SYSTEMS, INC	100 0000%
SIGN ASSURED LIMITED	24 9900%
SINGAPORE AERO ENGINE SERVICES PRIVATE LIMITED	50 0000%
SKY PLUS LLC	17 8500%
SOLNER GAARD GOLFBLANE AS	100 0000%
SPARE IPG (AGL) LIMITED	100 0000%
SPARE IPG (CEL) LIMITED	100 0000%
SPARE IPG 11 LIMITED	100 0000%
SPARE IPG 15 LIMITED	100 0000%
SPARE IPG 18 LIMITED	100 0000%
SPARE IPG 20 LIMITED	100 0000%
SPARE IPG 22 LIMITED	100 0000%
SPARE IPG 24 LIMITED	100 0000%
SPARE IPG 27 LIMITED	100 0000%
SPARE IPG 28 LIMITED	100 0000%
SPARE IPG 3 LIMITED	100 0000%
SPARE IPG 30 LIMITED	100 0000%
SPARE IPG 32 LIMITED	100 0000%
SPARE IPG 4 LIMITED	100 0000%
STONE VICKERS LIMITED	100 0000%
SYNCROLIFT INC	100 0000%
TECHJET AEROFOILS LIMITED	50 0000%
TECHNICAL SUPPORT SERVICES (MIDDLE EAST) LIMITED	100 0000%
THE BUSHING COMPANY LIMITED	100 0000%
TIDAL GENERATION LIMITED	100 0000%
TRIGNO ENERGY S R L	100 0000%
TRT LIMITED	49 5000%
TURBINE SURFACE TECHNOLOGIES LIMITED	50 0000%
TURBO-UNION LIMITED	39 9803%
ULSTEIN (U K ) LIMITED	100 0000%
ULSTEIN HOLDING AS	100 0000%
ULSTEIN HOLDING EIENDOM AS	100 0000%
ULSTEIN INTERNATIONAL S A	100 0000%
ULSTEIN MARITIME LIMITED	100 0000%
ULSTEIN PROPELLER AS	100 0000%
ULSTEIN SHIP TECHNOLOGY AS	100 0000%
ULSTEIN SHIPPING III AS	100 0000%
ULSTEIN TRADING LIMITED AS	100 0000%
ULSTEIN TURBINE AS	93 0000%
VA LIMITED	100 0000%
VICKERS PENSION TRUSTEES LIMITED	100 0000%
VICKERS PRESSINGS LIMITED	100 0000%

VIKING POWER LIMITED	100 0000%
VIKING REISEBYRA AS	50 0000%
VINTERS DEFENCE SYSTEMS LIMITED	100 0000%
VINTERS ENGINEERING PLC	100 0000%
VINTERS INTERNATIONAL LIMITED	100 0000%
VINTERS PLC	100 0000%
VINTERS RISK & INSURANCE SERVICES LIMITED	100 0000%
VINTERS-ARMSTRONGS (ENGINEERS) LIMITED	100 0000%
VINTERS-ARMSTRONGS LIMITED	100 0000%
W H HOWSON LIMITED	100 0000%
WILLIAMS-ROLLS INC	15 0000%
WULTEX MACHINE COMPANY LIMITED	100 0000%
XIAN XR AERO COMPONENTS CO , Ltd	48 9754%

Company Name	Country	Ultimate %
A F C WULTEX LIMITED	UK	100 00%
A P E - ALLEN GEARS LIMITED	UK	100 00%
ADVANCE GAS TURBINE SOLUTIONS SDN BHD	Malaysia	49 00%
AIRCRAFT LEASING AUSTRALIA PTY LIMITED	Australia	100 00%
AIRTANKER (FSTA) LIMITED	UK	20 00%
AIRTANKER 1 LIMITED	UK	20 00%
AIRTANKER EQUITY BRIDGE LOAN LIMITED	UK	20 00%
AIRTANKER FINANCE LIMITED	UK	20 00%
AIRTANKER HOLDINGS LIMITED	UK	20 00%
AIRTANKER LIMITED	UK	20 00%
AIRTANKER SERVICES LIMITED	UK	22 33%
ALLEN POWER ENGINEERING LIMITED	UK	100 00%
ALPHA LEASING (NO 3) LIMITED	UK	50 00%
ALPHA LEASING (NO 4) LIMITED	UK	50 00%
ALPHA LEASING (US) (No 2) LLC	US	50 00%
ALPHA LEASING (US) (No 4) LLC	US	50 00%
ALPHA LEASING (US) (No 5) LLC	US	50 00%
ALPHA LEASING (US) LLC	US	50 00%
ALPHA LEASING LIMITED	UK	50 00%
ALPHA PARTNERS LEASING LIMITED	UK	50 00%
AMALGAMATED POWER ENGINEERING LIMITED	UK	100 00%
ANECOM AEROTEST GmbH	Germany	24 90%
AQUAMASTER (PROPULSION) LIMITED	UK	100 00%
AUSTRALIAN COMPANY NUMBER 001068800 PTY LIMITED	Australia	100 00%
AVALLOY (PROPRIETARY) LIMITED	South Africa	15 00%
BRISTOL ENERGY LIMITED	UK	100 00%
BRISTOL SIDDELEY ENGINES LIMITED	UK	100 00%
BROOKE OCEAN TECHNOLOGY (USA) INC	US	100 00%
BROWN BROTHERS & COMPANY, LIMITED	UK	100 00%
C A PARSONS & COMPANY LIMITED	UK	100 00%
CLARKE CHAPMAN PORTIA PORT SERVICES LIMITED	UK	50 00%
COMPOSITE TECHNOLOGY AND APPLICATIONS LIMITED	UK	51 00%
COREDATA LIMITED	UK	100 00%
CROSSLEY-PREMIER ENGINES (SALES) LIMITED	UK	100 00%
CROYDON ENERGY LIMITED	UK	100 00%
DATA SYSTEMS & SOLUTIONS (FRANCE) SAS	France	100 00%
DATA SYSTEMS & SOLUTIONS, LLC	US	100 00%
DEESIDE TITANIUM LIMITED	UK	82 50%
DERBY COGENERATION LIMITED	UK	100 00%
DERBY SPECIALIST FABRICATIONS LIMITED	UK	100 00%
DSS HOLDINGS LIMITED	UK	100 00%
EGYPT AERO MANAGEMENT SERVICES	Egypt	50 00%
EPI EUROPROP INTERNATIONAL GmbH	Germany	28 00%
EUROJET TURBO GMBH	Germany	33 00%
EUROPEA MICROFUSIONI AEROSPAZIALI SPA	Italy	100 00%
EXETER POWER LIMITED	UK	100 00%
EXOSTAR CORPORATION	US	18 50%
EXOSTAR LLC	US	18 00%
GATE LEASING LIMITED	UK	50 00%
GE ROLLS-ROYCE FIGHTER ENGINE TEAM LLC	US	40 00%
GENISTICS HOLDINGS LIMITED	UK	50 00%
GENISTICS LIMITED	UK	50 00%
GLOBAL AEROSPACE CENTRE FOR ICING AND ENVIRONMENTAL RESEARCH INC	Canada	50 00%
HEARTLANDS POWER LIMITED	UK	100 00%
HEATON POWER LIMITED	UK	100 00%
HONG KONG AERO ENGINE SERVICES LIMITED	Hong Kong	45 00%
IAE INTERNATIONAL AERO ENGINES AG	Switzerland	32 45%
IAE SERVICES AG	Switzerland	32 45%
INDUSTRIA DE TURBO PROPULSORES SA	Spain	46 88%
INTERING INTERFERENZTECHNIK INGENIEURWESEN GMBH	Germany	100 00%
INTERNATIONAL ENGINE COMPONENT OVERHAUL PTE LTD	Singapore	50 00%
JOHN HASTIE OF GREENOCK (HOLDINGS) LIMITED	UK	100 00%
JOHN THOMPSON (DESIGN AND CONTRACTING DIVISION) LIMITED	UK	100 00%
JOHN THOMPSON (NZ) LIMITED	New Zealand	100 00%
JOHN THOMPSON COCHRAN LIMITED	UK	100 00%

JOHN THOMPSON LIMITED	UK	100 00%
KALVET ENGINEERING (PROPRIETARY) LIMITED	South Africa	100 00%
KAMEWA AB	Sweden	100 00%
KAMEWA DO BRAZIL EQUIPAMENTOS MARITIMOS LIMITADA	Brazil	100 00%
KAMEWA HOLDING AB	Sweden	100 00%
KAMEWA SINGAPORE PTE LIMITED	Singapore	100 00%
KAMEWA UK LIMITED	UK	100 00%
KELLY AVIATION CENTER LP	US	5 00%
LIGHT HELICOPTER TURBINE ENGINE COMPANY	US	50 00%
LILIUM GMBH & CO KG	Germany	100 00%
LIMITED LIABILITY COMPANY "ROLLS-ROYCE INTERNATIONAL"	Russia	100 00%
M L LIMITED	UK	100 00%
MAGNETIC SYSTEMS TECHNOLOGY LIMITED	UK	10 00%
MANSFIELD HOLDINGS LIMITED	UK	100 00%
MANTIC POINT SOLUTIONS LIMITED	UK	34 02%
MEZZO MOVIES LIMITED	UK	49 32%
MICHELL BEARINGS (INDIA) PRIVATE LIMITED	India	51 00%
MICHELL BEARINGS LIMITED	UK	100 00%
MIDDLE EAST EQUITY PARTNERS LIMITED	UK	100 00%
MTU TURBOMECA ROLLS-ROYCE GmbH	Germany	33 33%
MTU TURBOMECA ROLLS-ROYCE ITP GMBH	Germany	25 00%
MUNRO & JUNOR LIMITED	UK	100 00%
N3 ENGINE OVERHAUL SERVICES GMBH & CO KG	Germany	50 00%
N3 ENGINE OVERHAUL SERVICES VERWALTUNGSGESELLSCHAFT MBH	Germany	50 00%
NAVIS CONSULT D O O	Croatia	75 00%
NEI (THAILAND) LIMITED	Thailand	100 00%
NEI ALLEN LIMITED	UK	100 00%
NEI COMBUSTION ENGINEERING LIMITED	UK	100 00%
NEI INTERNATIONAL COMBUSTION LIMITED	UK	100 00%
NEI LIMITED	UK	100 00%
NEI MINING EQUIPMENT LIMITED	UK	100 00%
NEI NUCLEAR SYSTEMS LIMITED	UK	100 00%
NEI OVERSEAS HOLDINGS LIMITED	UK	100 00%
NEI PARSONS LIMITED	UK	100 00%
NEI PEEBLES LIMITED	UK	100 00%
NEI POWER PROJECTS LIMITED	UK	100 00%
NEI SERVICES LIMITED	UK	100 00%
NIGHTINGALE INSURANCE LIMITED	Guernsey	100 00%
NORTHERN ENGINEERING INDUSTRIES AFRICA LIMITED - IN LIQUIDATION		24 36%
OBS MEDICAL LIMITED	South Africa	
ODIM AS	UK	18 93%
ODIM ASA	Norway	100 00%
ODIM ASIA PTE LTD	Norway	100 00%
ODIM BROOKE OCEAN LTD	Singapore	100 00%
ODIM HOUSTON LLC	Canada	100 00%
ODIM INC	US	100 00%
ODIM JMC AS	Canada	100 00%
ODIM MARINE SERVICES PTE LTD	Norway	100 00%
ODIM NUMET LTD	Singapore	100 00%
ODIM SPECTRUM LTD	Canada	34 50%
ODIM VIETNAM LTD	Canada	100 00%
OFFSHORE SIMULATOR CENTRE AS	Vietnam	100 00%
OHI AS	Norway	25 00%
OMEGA LEASING (NO 3) LIMITED	Norway	100 00%
OMEGA LEASING (NO 4) LIMITED	UK	50 00%
OMEGA LEASING (US) (No 2) LLC	UK	50 00%
OMEGA LEASING (US) (No 4) LLC	US	50 00%
OMEGA LEASING (US) LLC	US	50 00%
OMEGA LEASING LIMITED	US	50 00%
OPTIMIZED SYSTEMS AND SOLUTIONS - C Z, s r o	UK	50 00%
OPTIMIZED SYSTEMS AND SOLUTIONS (US) LLC	Poland	100 00%
OPTIMIZED SYSTEMS AND SOLUTIONS INC	US	100 00%
OPTIMIZED SYSTEMS AND SOLUTIONS LIMITED	US	100 00%
OXYGENAIRE LIMITED	UK	100 00%
POWERFIELD LIMITED	UK	100 00%
POWERFIELD SPECIALIST ENGINES LIMITED	UK	100 00%

QUAY LEASING LIMITED	UK	50 00%
RALLYSWIFT LIMITED	UK	100 00%
REFLEX MANUFACTURING SYSTEMS LIMITED	UK	100 00%
REYROLLE BELMOS LIMITED	UK	100 00%
ROLLS E L TURBOFANS LIMITED	UK	100 00%
ROLLS LAVAL HEAT EXCHANGERS LIMITED	UK	50 00%
ROLLS WOOD GROUP (REPAIR & OVERHAULS) LIMITED	UK	50 00%
ROLLS WOOD GROUP (REPAIR & OVERHAULS) USA INC	US	50 00%
ROLLS-ROYCE & PARTNERS FINANCE (IRELAND)	Ireland	100 00%
ROLLS-ROYCE & PARTNERS FINANCE (NETHERLANDS) BV	Netherlands	100 00%
ROLLS-ROYCE & PARTNERS FINANCE (US) (NO 2) LLC	US	50 00%
ROLLS-ROYCE & PARTNERS FINANCE (US) LLC	US	50 00%
ROLLS-ROYCE & PARTNERS FINANCE LIMITED	UK	50 00%
ROLLS-ROYCE (FRANCE) LIMITED	UK	100 00%
ROLLS-ROYCE (IRELAND)	Ireland	100 00%
ROLLS-ROYCE (THAILAND) LIMITED	Thailand	99 98%
ROLLS-ROYCE AB	Sweden	100 00%
ROLLS-ROYCE AERO ENGINE SERVICES LIMITED	UK	100 00%
ROLLS-ROYCE AIRCRAFT MANAGEMENT LIMITED	UK	100 00%
ROLLS-ROYCE AND JAPANESE AERO ENGINES LIMITED	UK	50 00%
ROLLS-ROYCE AUSTRALIA LIMITED	Australia	100 00%
ROLLS-ROYCE AUSTRALIA SERVICES PTY LIMITED	Australia	100 00%
ROLLS-ROYCE BRASIL LIMITADA	Brazil	100 00%
ROLLS-ROYCE CANADA LIMITED	Canada	100 00%
ROLLS-ROYCE CAPITAL LIMITED	UK	100 00%
ROLLS-ROYCE CIVIL NUCLEAR SAS	France	100 00%
ROLLS-ROYCE COMMERCIAL AERO ENGINES LIMITED	UK	100 00%
ROLLS-ROYCE COMMERCIAL MARINE INC	US	100 00%
ROLLS-ROYCE CONTROL SYSTEMS HOLDINGS CO	US	100 00%
ROLLS-ROYCE CORPORATION	US	100 00%
ROLLS-ROYCE CREDIT CORPORATION	US	100 00%
ROLLS-ROYCE CROSSPOINTE LLC	US	100 00%
ROLLS-ROYCE DE VENEZUELA SA	Venezuela	100 00%
ROLLS-ROYCE DEFENSE ENERGY INC	US	100 00%
ROLLS-ROYCE DEFENSE HOLDINGS INC	US	100 00%
ROLLS-ROYCE DEFENSE SERVICES INC	US	100 00%
ROLLS-ROYCE DEUTSCHLAND LTD & CO KG	Germany	100 00%
ROLLS-ROYCE DIRECTORATE LIMITED	UK	100 00%
ROLLS-ROYCE ENERGY SYSTEMS (TANZANIA) LIMITED	Tanzania	100 00%
ROLLS-ROYCE ENERGY SYSTEMS INC	US	100 00%
ROLLS-ROYCE ENGINE CONTROLS HOLDINGS LIMITED	UK	100 00%
ROLLS-ROYCE ENGINE LEASING (LABUAN) LIMITED	Malaysia	100 00%
ROLLS-ROYCE ENGINE SERVICES - OAKLAND INC	US	100 00%
ROLLS-ROYCE ENGINE SERVICES HOLDINGS CO	US	100 00%
ROLLS-ROYCE ENGINE SERVICES LIMITADA INC	Philippines	100 00%
ROLLS-ROYCE ERSTE BETEILIGUNGS GMBH	Germany	100 00%
ROLLS-ROYCE FINANCE COMPANY LIMITED	UK	100 00%
ROLLS-ROYCE FINANCE HOLDINGS CO	US	100 00%
ROLLS-ROYCE FUEL CELL SYSTEMS (US) INC	US	100 00%
ROLLS-ROYCE FUEL CELL SYSTEMS LIMITED	UK	80 83%
ROLLS-ROYCE FUEL CELL SYSTEMS PTE LIMITED	Singapore	100 00%
ROLLS-ROYCE GENERAL PARTNER LIMITED	UK	100 00%
ROLLS-ROYCE GOODRICH ENGINE CONTROL SYSTEMS LIMITED	UK	50 00%
ROLLS-ROYCE GOODRICH ENGINE CONTROL SYSTEMS LLC	US	50 00%
ROLLS-ROYCE GOODRICH ENGINE CONTROL SYSTEMS PENSION TRUSTEES LIMITED	UK	50 00%
ROLLS-ROYCE HOLDINGS CANADA INC	Canada	100 00%
ROLLS-ROYCE INDIA LIMITED	UK	100 00%
ROLLS-ROYCE INDIA PRIVATE LIMITED	India	100 00%
ROLLS-ROYCE INDUSTRIAL & MARINE GAS TURBINES LIMITED	UK	100 00%
ROLLS-ROYCE INDUSTRIAL & MARINE POWER LIMITED	UK	100 00%
ROLLS-ROYCE INDUSTRIAL POWER (HONG KONG) LIMITED	UK	100 00%
ROLLS-ROYCE INDUSTRIAL POWER (INDIA) LIMITED	UK	100 00%
ROLLS-ROYCE INDUSTRIAL POWER (MALAYSIA) SDN BHD	Malaysia	100 00%
ROLLS-ROYCE INDUSTRIAL POWER (OVERSEAS PROJECTS) LIMITED	UK	100 00%
ROLLS-ROYCE INDUSTRIAL POWER ENGINEERING (OVERSEAS PROJECTS) LIMITED	UK	100 00%



ROLLS-ROYCE INDUSTRIAL POWER INVESTMENTS LIMITED	UK	100 00%
ROLLS-ROYCE INDUSTRIAL POWER SYSTEMS LIMITED	UK	100 00%
ROLLS-ROYCE INDUSTRIES LIMITED	UK	100 00%
ROLLS-ROYCE INTERNATIONAL LIMITED	UK	100 00%
ROLLS-ROYCE INVESTMENT CO	US	100 00%
ROLLS-ROYCE ITALIA SRL	Italy	100 00%
ROLLS-ROYCE JAPAN CO LIMITED	Japan	100 00%
ROLLS-ROYCE JSF HOLDINGS INC	US	100 00%
ROLLS-ROYCE LEASING LIMITED	UK	100 00%
ROLLS-ROYCE MALAYSIA SDN BHD	Malaysia	100 00%
ROLLS-ROYCE MARINE (SHANGHAI) LIMITED	China	100 00%
ROLLS-ROYCE MARINE AS	Norway	100 00%
ROLLS-ROYCE MARINE ASIA LIMITED	Hong Kong	100 00%
ROLLS-ROYCE MARINE AUSTRALIA PTY LIMITED	Australia	100 00%
ROLLS-ROYCE MARINE BENELUX BV	Netherlands	100 00%
ROLLS-ROYCE MARINE BRASIL LIMITADA	Brazil	100 00%
ROLLS-ROYCE MARINE CHILE SA	Chile	100 00%
ROLLS-ROYCE MARINE DANMARK AS	Denmark	100 00%
ROLLS-ROYCE MARINE DEUTSCHLAND GMBH	Germany	100 00%
ROLLS-ROYCE MARINE ELECTRICAL SYSTEMS LIMITED	UK	100 00%
ROLLS-ROYCE MARINE ESPANA S A	Spain	100 00%
ROLLS-ROYCE MARINE FRANCE SARL	France	100 00%
ROLLS-ROYCE MARINE HELLAS S A	Greece	100 00%
ROLLS-ROYCE MARINE HONG KONG LIMITED	Hong Kong	100 00%
ROLLS-ROYCE MARINE INDIA PRIVATE LIMITED	India	100 00%
ROLLS-ROYCE MARINE KOREA LIMITED	Korea	100 00%
ROLLS-ROYCE MARINE MANUFACTURING (SHANGHAI) LIMITED	China	100 00%
ROLLS-ROYCE MARINE POLAND SP ZOO	Poland	99 91%
ROLLS-ROYCE MARINE POWER OPERATIONS LIMITED	UK	100 00%
ROLLS-ROYCE MECHANICAL TEST OPERATIONS CENTRE GMBH	Germany	100 00%
ROLLS-ROYCE MEXICO ADMINISTRATION S DE RL DE CV	Mexico	100 00%
ROLLS-ROYCE MEXICO S DE RL DE CV	Mexico	100 00%
ROLLS-ROYCE MILITARY AERO ENGINES LIMITED	UK	100 00%
ROLLS-ROYCE NAMIBIA (PTY) LIMITED	Namibia	100 00%
ROLLS-ROYCE NAVAL MARINE INC	US	100 00%
ROLLS-ROYCE NEW ZEALAND LIMITED	New Zealand	100 00%
ROLLS-ROYCE NIGERIA LIMITED	Nigeria	100 00%
ROLLS-ROYCE NORTH AMERICA (USA) HOLDINGS CO	US	100 00%
ROLLS-ROYCE NORTH AMERICA HOLDINGS INC	US	100 00%
ROLLS-ROYCE NORTH AMERICA INC	US	100 00%
ROLLS-ROYCE NORTH AMERICA VENTURES INC	US	100 00%
ROLLS-ROYCE NORTH AMERICAN TECHNOLOGIES INC	US	100 00%
ROLLS-ROYCE OPERATIONS (INDIA) PRIVATE LIMITED	India	100 00%
ROLLS-ROYCE OVERSEAS HOLDINGS LIMITED	UK	100 00%
ROLLS-ROYCE OVERSEAS INVESTMENTS LIMITED	UK	100 00%
ROLLS-ROYCE OY AB	Finland	100 00%
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ROLLS-ROYCE plc	UK	100 00%
ROLLS-ROYCE POWER DEVELOPMENT LIMITED	UK	100 00%
ROLLS-ROYCE POWER ENGINEERING PLC	UK	100 00%
ROLLS-ROYCE SAUDI ARABIA LIMITED	Saudi Arabia	100 00%
ROLLS-ROYCE SECRETARIAT LIMITED	UK	100 00%
ROLLS-ROYCE SINGAPORE PTE LIMITED	Singapore	100 00%
ROLLS-ROYCE SNECMA LIMITED	UK	50 00%
ROLLS-ROYCE TECHNICAL SUPPORT SARL	France	100 00%
ROLLS-ROYCE TOTAL CARE SERVICES LIMITED	UK	100 00%
ROLLS-ROYCE TRANSMISSION & DISTRIBUTION LIMITED	UK	100 00%
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ROLLS-ROYCE TURBOMECA SAS	France	50 00%
ROLLS-ROYCE ZWEITE BETEILIGUNGS GMBH	Germany	100 00%
ROSS CERAMICS LIMITED	UK	100 00%
R-R INDUSTRIAL CONTROLS LIMITED	UK	100 00%
RRPF ENGINE LEASING (NO 2) LIMITED	UK	50 00%
RRPF ENGINE LEASING (US) LLC	US	50 00%
RRPF ENGINE LEASING LIMITED	UK	50 00%
RWG (REPAIR & OVERHAULS) CANADA LIMITED	Canada	50 00%
SCANDINAVIAN ELECTRIC AUSTEVOLL AS	Norway	100 00%

SCANDINAVIAN ELECTRIC GDANSK SP ZOO	Poland	100 00%
SCANDINAVIAN ELECTRIC HOLDING AS	Norway	100 00%
SCANDINAVIAN ELECTRIC SYSTEMS AS	Norway	100 00%
SCANDINAVIAN ELECTRIC SYSTEMS DO BRASIL LIMITADA	Brazil	100 00%
SEAWORTHY INDUSTRIAL SYSTEMS, INC	US	100 00%
SEAWORTHY SYSTEMS, INC	US	100 00%
SIGN ASSURED LIMITED	UK	24 99%
SINGAPORE AERO ENGINE SERVICES PRIVATE LIMITED	Singapore	50 00%
SKY PLUS LLC	US	17 85%
SPARE IPG (AGL) LIMITED	UK	100 00%
SPARE IPG (CEL) LIMITED	UK	100 00%
SPARE IPG 11 LIMITED	UK	100 00%
SPARE IPG 15 LIMITED	UK	100 00%
SPARE IPG 18 LIMITED	UK	100 00%
SPARE IPG 20 LIMITED	UK	100 00%
SPARE IPG 22 LIMITED	UK	100 00%
SPARE IPG 24 LIMITED	UK	100 00%
SPARE IPG 27 LIMITED	UK	100 00%
SPARE IPG 28 LIMITED	UK	100 00%
SPARE IPG 3 LIMITED	UK	100 00%
SPARE IPG 30 LIMITED	UK	100 00%
SPARE IPG 32 LIMITED	UK	100 00%
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TECHNICAL SUPPORT SERVICES (MIDDLE EAST) LIMITED	UK	100 00%
THE BUSHING COMPANY LIMITED	UK	100 00%
TIDAL GENERATION LIMITED	UK	100 00%
TRIGNO ENERGY S R L	Italy	100 00%
TRT LIMITED	UK	49 50%
TURBINE SURFACE TECHNOLOGIES LIMITED	UK	50 00%
TURBO-UNION LIMITED	UK	39 98%
ULSTEIN (U K ) LIMITED	UK	100 00%
ULSTEIN HOLDING AS	Norway	100 00%
ULSTEIN HOLDING EIENDOM AS	Norway	100 00%
ULSTEIN INTERNATIONAL S A	Spain	100 00%
ULSTEIN MARITIME LIMITED	Canada	100 00%
ULSTEIN PROPELLER AS	Norway	100 00%
ULSTEIN SHIP TECHNOLOGY AS	Norway	100 00%
ULSTEIN SHIPPING III AS	Norway	100 00%
ULSTEIN TRADING LIMITED AS	Norway	100 00%
ULSTEIN TURBINE AS	Norway	93 00%
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VICKERS PENSION TRUSTEES LIMITED	UK	100 00%
VICKERS PRESSINGS LIMITED	UK	100 00%
VIKING POWER LIMITED	UK	100 00%
VIKING REISEBYRA AS	Norway	50 00%
VINTERS DEFENCE SYSTEMS LIMITED	UK	100 00%
VINTERS ENGINEERING PLC	UK	100 00%
VINTERS INTERNATIONAL LIMITED	UK	100 00%
VINTERS PLC	UK	100 00%
VINTERS RISK & INSURANCE SERVICES LIMITED	UK	100 00%
VINTERS-ARMSTRONGS (ENGINEERS) LIMITED	UK	100 00%
VINTERS-ARMSTRONGS LIMITED	UK	100 00%
W H HOWSON LIMITED	UK	100 00%
WILLIAMS-ROLLS INC	US	15 00%
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