

000859-40

In accordance with Section 854 of the Companies Act 2006

AR01

BLUEPRINT OneWorld

Annual Return

(For returns made up to a date on or after 1 October 2011)

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

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 for You cannot use this form to file a notice of changes to directors, officers, registered company type or information relating to the company

SATURDAY



A10 *A43NFY8G* 21/03/2015 #227 COMPANIES HOUSE

35E uk

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 ROLLS-ROYCE GROUP plc

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

If you would like the company's made up date to be earlier than 1 October 2011, please complete the AR01 appropriate for earlier made up dates

Date of this return 2 1 0 3 2 0 1 5

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

Classification code 1	7	0	1	0	0
Classification code 2					
Classification code 3					
Classification code 4					

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

Principal activity description

Principal business activity You must provide a trade classification code (SIC code 2007) 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

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Company type

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

Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website
www.companieshouse.gov.uk

A5

Registered office address

Building name/number	62
Street	BUCKINGHAM GATE
Post town	LONDON
County/Region	
Postcode	S W 1 E 6 A T

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)

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

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

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

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

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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 ¹

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

Title*	Ms
Full forename(s)	Pamela Mary
Surname	COLES
Former name(s) ²	

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 ³

Building name/number	62
Street	BUCKINGHAM GATE
Post town	LONDON
County/Region	
Postcode	S W 1 E 6 A T
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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Corporate secretary

C1 Corporate secretary's details ¹

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

Country

¹ Corporate secretary appointments

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.

Corporate 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 CH04.

This information will appear on the public record.

C2 Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**

→ No Complete **Section C4 only**

C3 EEA companies ²

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

² EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

³ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

C4 Non-EEA companies

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

⁴ Non-EEA

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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Director**D1****Director's details**

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

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.

Title*									
Full forename(s)	James Mathew								
Surname	GUYETTE								
Former name(s) ²									
Country/State of residence	United States								
Nationality	American								
Date of birth	<table border="1"> <tr> <td>1</td><td>5</td><td>0</td><td>4</td><td>1</td><td>9</td><td>4</td><td>5</td> </tr> </table>	1	5	0	4	1	9	4	5
1	5	0	4	1	9	4	5		
Business occupation (if any)	President & CEO - Rolls-Royce North America								

D2**Director's service address****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.

Building name/number	62							
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>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	United Kingdom							

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Director

D1 Director's details		<p>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.</p> <p>Corporate details Please use Section E1-E4 to enter corporate director details.</p> <p>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.</p> <p>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.</p>
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) ²		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	d ² d ¹ m ⁰ m ² y ¹ y ⁹ y ⁵ y ⁸	
Business occupation (if any)	Company Director	

D2 Director's service address		<p>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.</p> <p>This information will appear on the public record.</p>
Building name/number	62	
Street	BUCKINGHAM GATE	
Post town	LONDON	
County/Region		
Postcode	S W 1 E 6 A T	
Country	United Kingdom	

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Director

D1

Director's details ¹

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) ²																	
Country/State of residence	England																
Nationality	British																
Date of birth	<table border="1"> <tr> <td>d</td><td>1</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>5</td> </tr> </table>	d	1	d	3	m	1	m	1	y	1	y	9	y	5	y	5
d	1	d	3	m	1	m	1	y	1	y	9	y	5	y	5		
Business occupation (if any)	Director of Engineering & Technology																

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 ³

Building name/number	62								
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	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

D1

Director's details ¹

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)	David Miles
Surname	SMITH
Former name(s) ²	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d 2 d 8 m 0 m 3 y 1 y 9 y 6 y 1
Business occupation (if any)	Chief Financial 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 ³

Building name/number	62
Street	BUCKINGHAM GATE
Post town	LONDON
County/Region	
Postcode	S W 1 E 6 A T
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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Corporate director

E1	Corporate director's details ¹	
	Please use this section to list all the corporate director's of the company	
Corporate body/firm name		1 Corporate director appointments 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. Corporate 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 CH02. This information will appear on the public record.
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		

E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only	

E3	EEA companies ²	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	2 EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk 3 This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Where the company/firm is registered ³		
Registration number		

E4	Non-EEA companies	
	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	1 Non-EEA 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.
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ¹		
If applicable, the registration number		

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Part 3 Statement of capital

Does your company have share capital?

- Yes Complete the sections below and the following Part 4
- No Go to Part 5 (Signature)

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

F1 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	Amount (if any) unpaid on each share	Number of shares	Aggregate nominal value
Ordinary	0 25233	0 00	1,872,669,328	£ 374,533,865 60
Ordinary-A	0 20	0 00	1	£ 0 20
				£
				£
Totals			1,872,669,329	£ 374,533,865 80

F2 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	Amount (if any) unpaid on each share	Number of shares	Aggregate nominal value
Totals				

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

F3 Totals

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

Total number of shares	
Total aggregate nominal value	

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

Including both the nominal value and any share premium

Number of shares issued multiplied by nominal value of each share

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

Total number of issued shares in this class

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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 £0.20 Ordinary

Voting rights See attached schedule

Class of share £0.20 Ordinary-A

Voting rights (a) Voting rights The holder of the A Ordinary Share shall have no right to attend or vote at any general meeting of the Company (b) Dividends The holder of the A Ordinary Share shall not be entitled to receive a dividend or other distribution or to have any other right to participate in the profits of the Company (c) Capital rights On a return of capital or winding-up of the Company, the holder of the A Ordinary Share shall be entitled, subject to payment to the holders of all other classes of shares of the amount paid up or credited as paid up on such shares, to repayment of the amount paid up or credited as paid up on the A Ordinary Share, but shall have no further or other right to participate in the assets of the Company (d) Redemption rights The A Ordinary Share is not redeemable

Class of share

Voting rights

Class of share

Voting rights

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F4

Statement of capital (Voting rights)

Class of share	£0.20 Ordinary
Voting rights	<p>A) Voting rights Subject 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</p> <p>(b) Dividends The 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</p> <p>(c) Capital Rights After 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)</p> <p>(d) Redemption rights Ordinary 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>

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(For returns made up to a date on or after 1 October 2011)

Part 4

Shareholders

Does your company have share capital?
→ Yes go to Section G1 'Companies with share capital'
→ No Go to Part 5 (Signature)

G1 Companies with share capital

Question 1 Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below ❶
 No go to Section G2 'Past and present shareholders'
 Yes go to Question 2

Question 2 Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to Section G2 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies? (3) Please tick the appropriate box below ❷
 No go to Section G4 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'
 Yes go to Part 5 'Signature'

❶ A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.do

❷ DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%)

G2 List of past and present shareholders ❸

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below
 There were no shareholder changes in this period. Go to Part 5 (Signature)
 A full list of shareholders is enclosed
 A list of shareholder changes is enclosed
How is the list of shareholders enclosed. Please tick the appropriate box below
 The list of shareholders is enclosed on paper. Go to Section G3 'List of past and present shareholders'
 The list of shareholders is enclosed in another format. Go to Part 5 (Signature)

❸ This section only applies to companies answering 'No' in Section G1

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G3

List of past and present shareholders¹

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

¹Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

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
ROLLS-ROYCE HOLDINGS plc	£0 20 Ordinary-A	1		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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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
Director¹, Secretary, Person authorised², 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

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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
Rolls-Royce plc

Address
ML-10, P O BOX 31
MOOR LANE

Post town
DERBY

Country/Region
England

Postcode
D E 2 4 8 B J

Country
England

DX

Telephone



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following

- That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- 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 £40 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 or email 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

**Rolls-Royce Group plc subsidiaries,
jointly controlled entities and associates**

A F C WULTEX LIMITED	United Kingdom	100 0000
A P E - ALLEN GEARS LIMITED	United Kingdom	100 0000
AIRTANKER 1 LIMITED	United Kingdom	20 0000
AIRTANKER FINANCE LIMITED	United Kingdom	20 0000
AIRTANKER HOLDINGS LIMITED	United Kingdom	20 0000
AIRTANKER LIMITED	United Kingdom	20 0000
AIRTANKER SERVICES LIMITED	United Kingdom	22 3323
ALLEN POWER ENGINEERING LIMITED	United Kingdom	100 0000
ALPHA LEASING (NO 10) LIMITED	United Kingdom	50 0000
ALPHA LEASING (NO 4) LIMITED	United Kingdom	50 0000
ALPHA LEASING (NO 9) LIMITED	United Kingdom	50 0000
ALPHA LEASING (US) (No 2) LLC	United States	50 0000
ALPHA LEASING (US) (No 4) LLC	United States	50 0000
ALPHA LEASING (US) (No 5) LLC	United States	50 0000
ALPHA LEASING (US) (No 6) LLC	United States	50 0000
ALPHA LEASING (US) (NO 7) LLC	United States	50 0000
ALPHA LEASING (US) (NO 8) LLC	United States	50 0000
ALPHA LEASING (US) LLC	United States	50 0000
ALPHA LEASING LIMITED	United Kingdom	50 0000
ALPHA PARTNERS LEASING LIMITED	United Kingdom	50 0000
AMALGAMATED POWER ENGINEERING LIMITED	United Kingdom	100 0000
ANECOM AEROTEST GmbH	Germany	24 9000
AQUAMASTER (PROPULSION) LIMITED	United Kingdom	100 0000
BERGEN ENGINES AS	Norway	100 0000
BERGEN ENGINES BANGLADESH PRIVATE LIMITED	Bangladesh	100 0000
BERGEN ENGINES BV	Netherlands	100 0000
BERGEN ENGINES DENMARK A/S	Denmark	100 0000
BERGEN ENGINES INDIA PRIVATE LIMITED	India	100 0000
BERGEN ENGINES LIMITED	United Kingdom	100 0000
BERGEN ENGINES PROPERTY CO AS	Norway	100 0000
BERGEN ENGINES S L	Spain	100 0000
BERGEN ENGINES SRL	Italy	100 0000
BIRMINGHAM BUSINESS PARK MANAGEMENT LIMITED	United Kingdom	19 5122
BRISTOL ENERGY LIMITED	United Kingdom	100 0000
BRISTOL SIDDELEY ENGINES LIMITED	United Kingdom	100 0000
BROOKS INSPECTION SOLUTIONS LIMITED	United Kingdom	100 0000
BROWN BROTHERS & COMPANY, LIMITED	United Kingdom	100 0000
C A PARSONS & COMPANY LIMITED	United Kingdom	100 0000
CAMAGA S R L	Italy	15 0000
CLARKE CHAPMAN PORTIA PORT SERVICES LIMITED	United Kingdom	50 0000
COMPOSITE TECHNOLOGY AND APPLICATIONS LIMITED	United Kingdom	100 0000
CROSSLEY-PREMIER ENGINES (SALES) LIMITED	United Kingdom	100 0000
CROYDON ENERGY LIMITED	United Kingdom	100 0000
DATA SYSTEMS & SOLUTIONS (FRANCE) SAS	France	100 0000
DATA SYSTEMS & SOLUTIONS, LLC	United States	100 0000
DEESIDE TITANIUM LIMITED	United Kingdom	82 5000
DERBY COGENERATION LIMITED	United Kingdom	100 0000
DERBY SPECIALIST FABRICATIONS LIMITED	United Kingdom	100 0000
DPA POWER GENERATION INT LTD	India	40 0000
EGYPT AERO MANAGEMENT SERVICES	Egypt	50 0000
EPI EUROPROP INTERNATIONAL GmbH	Germany	28 0000
EUROJET TURBO GMBH	Germany	33 0000
EUROPEA MICROFUSIONI AEROSPAZIALI SPA	Italy	100 0000
EXETER POWER LIMITED	United Kingdom	100 0000
EXOSTAR CORPORATION	United States	18 5000

**Rolls-Royce Group plc subsidiaries,
jointly controlled entities and associates**

EXOSTAR LLC	United States	19 8500
FLUGHÄFEN FRIEDRICHSHAFEN GMBH	Germany	2 1156
GATE LEASING LIMITED	United Kingdom	100 0000
GE ROLLS-ROYCE FIGHTER ENGINE TEAM LLC	United States	40 0000
GENISTICS HOLDINGS LIMITED	United Kingdom	50 0000
GENISTICS LIMITED	United Kingdom	50 0000
GLACIER LP	Canada	50 0000
GLOBAL AEROSPACE CENTRE FOR ICING AND ENVIRONMENTAL RESEARCH INC	Canada	50 0000
HARTSHILL VENTURES LIMITED	United Kingdom	100 0000
HEARTLANDS POWER LIMITED	United Kingdom	100 0000
HEATON POWER LIMITED	United Kingdom	100 0000
HODD NORDVEST AS	Norway	25 0000
HONG KONG AERO ENGINE SERVICES LIMITED	Hong Kong	45 0000
HOVDEN KLUBBHUS AS	Norway	68 9655
IEBCO LIMITED	United Kingdom	74 0000
INDUSTRIA DE TURBO PROPULSORES SA	Spain	46 8750
INTERNATIONAL AEROSPACE MANUFACTURING PRIVATE LIMITED	India	50 0000
INTERNATIONAL ENGINE COMPONENT OVERHAUL PTE LTD	Singapore	50 0000
JOHN HASTIE OF GREENOCK (HOLDINGS) LIMITED	United Kingdom	100 0000
JOHN THOMPSON COCHRAN LIMITED	United Kingdom	100 0000
JOHN THOMPSON LIMITED	United Kingdom	100 0000
KAC MANAGEMENT LLC	United States	4 7500
KALVET ENGINEERING (PROPRIETARY) LIMITED	South Africa	100 0000
KAMEWA AB	Sweden	100 0000
KAMEWA DO BRAZIL EQUIPAMENTOS MARITMOS LIMITADA	Brazil	100 0000
KAMEWA HOLDING AB	Sweden	100 0000
KAMEWA UK LIMITED	United Kingdom	100 0000
KARL MAYBACH HILFE GMBH	Germany	100 0000
KELLY AVIATION CENTER LP	United States	5 0000
LG FUEL CELL SYSTEMS INC	United States	31 9871
LIGHT HELICOPTER TURBINE ENGINE COMPANY	United States	50 0000
L'ORANGE UNTERSTUTZUNGSKASSE GMBH	Germany	100 0000
L'ORANGE FUEL INJECTION TRADING (NINGBO) CO LTD	China	100 0000
L'ORANGE FUEL INJECTION TRADING (SUZHOU) CO LTD	Germany	100 0000
L'ORANGE GMBH	United Kingdom	100 0000
M L LIMITED	United Kingdom	100 0000
MANSFIELD HOLDINGS LIMITED	India	51 0000
MICHELL BEARINGS (INDIA) PRIVATE LIMITED	United Kingdom	100 0000
MICHELL BEARINGS LIMITED	United Kingdom	100 0000
MIDDLE EAST EQUITY PARTNERS LIMITED	United States	100 0000
MTU AMERICA INC	Germany	100 0000
MTU ANLAGENVERMIETUNG GMBH	Singapore	100 0000
MTU ASIA PTE LTD	Netherlands	100 0000
MTU BENELUX B V	China	100 0000
MTU CHINA COMPANY LIMITED	Brazil	100 0000
MTU DO BRASIL LIMITADA	China	100 0000
MTU ENGINEERING (SUZHOU) COMPANY LIMITED	France	100 0000
MTU FRANCE SAS	Germany	100 0000
MTU FRIEDRICHSHAFEN GMBH	Hong Kong	100 0000
MTU HONG KONG LTD	Spain	100 0000

**Rolls-Royce Group plc subsidiaries,
jointly controlled entities and associates**

MTU IBERICA PROPULSION Y ENERGIA S L	India	100 0000
MTU INDIA PRIVATE LIMITED	Israel	100 0000
MTU ISRAEL LTD	Italy	100 0000
MTU ITALIA SRL	Japan	100 0000
MTU JAPAN CO LIMITED	Korea, Republic of	100 0000
MTU KOREA LIMITED	United Arab Emirates	100 0000
MTU MIDDLE EAST FZE	Turkey	99 9834
MTU MOTOR TURBIN SANAYI VE TICARET A S	United States	100 0000
MTU ONSITE ENERGY CORPORATION	Germany	100 0000
MTU ONSITE ENERGY GMBH	Germany	100 0000
MTU ONSITE ENERGY SYSTEMS GMBH	Poland	100 0000
MTU POLSKA SP ZOO	Germany	100 0000
MTU REMAN TECHNOLOGIES GMBH	Russian Federation	100 0000
MTU RUS LIMITED LIABILITY COMPANY	South Africa	100 0000
MTU SOUTH AFRICA (PTY) LTD	Russian Federation	50 0000
MTU TRANSMASHHOLDING DIESEL TECHNOLOGIES LLC	Germany	33 3333
MTU TURBOMECA ROLLS-ROYCE GmbH	Germany	25 0000
MTU TURBOMECA ROLLS-ROYCE ITP GMBH	United Kingdom	100 0000
MTU UK LIMITED	Germany	50 0000
N3 ENGINE OVERHAUL SERVICES GMBH & CO KG	Germany	50 0000
N3 ENGINE OVERHAUL SERVICES VERWALTUNGSGESELLSCHAFT MBH	Croatia	75 0000
NAVIS CONSULT D O O	United Kingdom	100 0000
NEI ALLEN LIMITED	United Kingdom	100 0000
NEI COMBUSTION ENGINEERING LIMITED	United Kingdom	100 0000
NEI INTERNATIONAL COMBUSTION LIMITED	United Kingdom	100 0000
NEI LIMITED	United Kingdom	100 0000
NEI MINING EQUIPMENT LIMITED	United Kingdom	100 0000
NEI NUCLEAR SYSTEMS LIMITED	United Kingdom	100 0000
NEI OVERSEAS HOLDINGS LIMITED	United Kingdom	100 0000
NEI PARSONS LIMITED	United Kingdom	100 0000
NEI PEEBLES LIMITED	United Kingdom	100 0000
NEI POWER PROJECTS LIMITED	United Kingdom	100 0000
NEI SERVICES LIMITED	Guernsey	100 0000
NIGHTINGALE INSURANCE LIMITED	South Africa	24 3596
NORTHERN ENGINEERING INDUSTRIES AFRICA LIMITED - IN LIQUIDATION	United Kingdom	18 9000
OBS MEDICAL LIMITED	Singapore	100 0000
ODIM ASIA PTE LTD	Singapore	100 0000
ODIM MARINE SERVICES PTE LIMITED	Norway	25 0000
OFFSHORE SIMULATOR CENTRE AS	United Kingdom	50 0000
OMEGA LEASING (NO 10) LIMITED	United Kingdom	50 0000
OMEGA LEASING (NO 4) LIMITED	United Kingdom	50 0000
OMEGA LEASING (NO 9) LIMITED	United States	50 0000
OMEGA LEASING (US) (No 2) LLC	United States	50 0000
OMEGA LEASING (US) (No 4) LLC	United States	50 0000
OMEGA LEASING (US) (No 5) LLC	United States	50 0000
OMEGA LEASING (US) (NO 6) LLC	United States	50 0000
OMEGA LEASING (US) (NO 7) LLC	United States	50 0000
OMEGA LEASING (US) (NO 8) LLC	United States	50 0000
OMEGA LEASING (US) LLC	United Kingdom	50 0000
OMEGA LEASING LIMITED	United States	100 0000
OPTIMIZED SYSTEMS AND SOLUTIONS (US) LLC	United Kingdom	100 0000
OPTIMIZED SYSTEMS AND SOLUTIONS LIMITED	United States	18 9000
OXFORD BIOSIGNALS (US) INC	United Kingdom	100 0000
OXYGENAIRE LIMITED	United States	100 0000
PKMJ TECHNICAL SERVICES, INC	United Kingdom	100 0000
POWERFIELD LIMITED	United Kingdom	100 0000

**Rolls-Royce Group plc subsidiaries,
jointly controlled entities and associates**

POWERFIELD SPECIALIST ENGINES LIMITED	South Africa	100 0000
PROKURA DIESEL SERVICES (PTY) LTD	Indonesia	100 0000
PT ROLLS-ROYCE	Indonesia	100 0000
PT MTU INDONESIA	United Kingdom	100 0000
QUAY LEASING LIMITED	United States	100 0000
R BROOKS ASSOCIATES, INC	United Kingdom	100 0000
RALLYSWIFT LIMITED	United Kingdom	100 0000
REFLEX MANUFACTURING SYSTEMS LIMITED	United Kingdom	100 0000
REYROLLE BELMOS LIMITED	United Kingdom	100 0000
ROLLS E L TURBOFANS LIMITED	United Kingdom	50 0000
ROLLS LAVAL HEAT EXCHANGERS LIMITED	United States	50 0000
ROLLS-ROYCE & PARTNERS FINANCE (US) (NO 2) LLC	United States	50 0000
ROLLS-ROYCE & PARTNERS FINANCE (US) LLC	United Kingdom	50 0000
ROLLS-ROYCE & PARTNERS FINANCE LIMITED	United Kingdom	100 0000
ROLLS-ROYCE (FRANCE) LIMITED	Ireland	100 0000
ROLLS-ROYCE (IRELAND)	Thailand	99 9900
ROLLS-ROYCE (THAILAND) LIMITED	China	100 0000
ROLLS-ROYCE (XI'AN) MECHANICAL MANUFACTURING CO , LTD	Sweden	100 0000
ROLLS-ROYCE AB	United Kingdom	100 0000
ROLLS-ROYCE AERO ENGINE SERVICES LIMITED	United Kingdom	100 0000
ROLLS-ROYCE AIRCRAFT MANAGEMENT LIMITED	Australia	100 0000
ROLLS-ROYCE AUSTRALIA LIMITED	Australia	100 0000
ROLLS-ROYCE AUSTRALIA SERVICES PTY LIMITED	Brazil	100 0000
ROLLS-ROYCE BRASIL LIMITADA	Canada	100 0000
ROLLS-ROYCE CANADA LIMITED	United Kingdom	100 0000
ROLLS-ROYCE CAPITAL LIMITED	Canada	100 0000
ROLLS-ROYCE CIVIL NUCLEAR CANADA LIMITED	France	100 0000
ROLLS-ROYCE CIVIL NUCLEAR SAS	China	99 9990
ROLLS-ROYCE COMMERCIAL (BEIJING) CO , LIMITED	United Kingdom	100 0000
ROLLS-ROYCE COMMERCIAL AERO ENGINES LIMITED	United States	100 0000
ROLLS-ROYCE CONTROL SYSTEMS HOLDINGS CO	New Zealand	100 0000
ROLLS-ROYCE CONTROLS AND DATA SERVICES (NZ) LIMITED	United Kingdom	100 0000
ROLLS-ROYCE CONTROLS AND DATA SERVICES (UK) LIMITED	United States	100 0000
ROLLS-ROYCE CONTROLS AND DATA SERVICES INC	United Kingdom	100 0000
ROLLS-ROYCE CONTROLS AND DATA SERVICES LIMITED	United States	100 0000
ROLLS-ROYCE CORPORATION	Cote d'Ivoire	100 0000
ROLLS-ROYCE COTE D'IVOIRE SARL	United States	100 0000
ROLLS-ROYCE CREDIT CORPORATION	United States	100 0000
ROLLS-ROYCE CROSSPOINTE LLC	Venezuela, Bolivarian Republic of	100 0000
ROLLS-ROYCE DE VENEZUELA SA	United States	100 0000
ROLLS-ROYCE DEFENSE HOLDINGS INC	United States	100 0000
ROLLS-ROYCE DEFENSE PRODUCTS AND SOLUTIONS INC	United States	100 0000
ROLLS-ROYCE DEFENSE SERVICES INC	Germany	100 0000
ROLLS-ROYCE DEUTSCHLAND LTD & CO KG	United Kingdom	100 0000

**Rolls-Royce Group plc subsidiaries,
jointly controlled entities and associates**

ROLLS-ROYCE DIRECTORATE LIMITED	Angola	100 0000
ROLLS-ROYCE ENERGY ANGOLA LIMITADA	United States	100 0000
ROLLS-ROYCE ENERGY SYSTEMS INC	United States	100 0000
ROLLS-ROYCE ENGINE CONTROL SYSTEMS LLC	United Kingdom	100 0000
ROLLS-ROYCE ENGINE CONTROL SYSTEMS PENSION TRUSTEES LIMITED	United Kingdom	100 0000
ROLLS-ROYCE ENGINE CONTROLS HOLDINGS LIMITED	Malaysia	50 0000
ROLLS-ROYCE ENGINE LEASING (LABUAN) (NO 2) LIMITED	Malaysia	50 0000
ROLLS-ROYCE ENGINE LEASING (LABUAN) LIMITED	United States	100 0000
ROLLS-ROYCE ENGINE SERVICES - OAKLAND INC	United States	100 0000
ROLLS-ROYCE ENGINE SERVICES HOLDINGS CO	Philippines	99 9987
ROLLS-ROYCE ENGINE SERVICES LIMITADA INC	Germany	100 0000
ROLLS-ROYCE ERSTE BETEILIGUNGS GMBH	United Kingdom	100 0000
ROLLS-ROYCE FINANCE COMPANY LIMITED	United States	100 0000
ROLLS-ROYCE FINANCE HOLDINGS CO	United Kingdom	100 0000
ROLLS-ROYCE FUEL CELL SYSTEMS LIMITED	United Kingdom	100 0000
ROLLS-ROYCE GENERAL PARTNER LIMITED	United Kingdom	100 0000
ROLLS-ROYCE HIGH TEMPERATURE COMPOSITES INC	Canada	100 0000
ROLLS-ROYCE HOLDINGS CANADA INC	United Kingdom	100 0000
ROLLS-ROYCE INDIA LIMITED	India	100 0000
ROLLS-ROYCE INDIA PRIVATE LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INDUSTRIAL & MARINE GAS TURBINES LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INDUSTRIAL & MARINE POWER LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INDUSTRIAL POWER (INDIA) LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INDUSTRIAL POWER (OVERSEAS PROJECTS) LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INDUSTRIAL POWER ENGINEERING (OVERSEAS PROJECTS) LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INDUSTRIAL POWER INVESTMENTS LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INDUSTRIAL POWER SYSTEMS LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INDUSTRIES LIMITED	United Kingdom	100 0000
ROLLS-ROYCE INTERNATIONAL LIMITED	Russian Federation	100 0000
ROLLS-ROYCE INTERNATIONAL LLC	Czech Republic	100 0000
ROLLS-ROYCE INTERNATIONAL S R O	United States	100 0000
ROLLS-ROYCE INVESTMENT CO	Italy	100 0000
ROLLS-ROYCE ITALIA SRL	Japan	100 0000
ROLLS-ROYCE JAPAN CO LIMITED	United States	100 0000
ROLLS-ROYCE JSF HOLDINGS INC	United Kingdom	100 0000
ROLLS-ROYCE LEASING LIMITED	Malaysia	100 0000
ROLLS-ROYCE MALAYSIA SDN BHD	Denmark	100 0000
ROLLS-ROYCE MARINE A/S (Denmark)	Norway	100 0000
ROLLS-ROYCE MARINE AS	Hong Kong	99 9990
ROLLS-ROYCE MARINE ASIA LIMITED	Australia	100 0000
ROLLS-ROYCE MARINE AUSTRALIA PTY LIMITED	Chile	100 0000
ROLLS-ROYCE MARINE BENELUX BV	Netherlands	100 0000
ROLLS-ROYCE MARINE CHILE SA	Germany	100 0000

**Rolls-Royce Group plc subsidiaries,
jointly controlled entities and associates**

ROLLS-ROYCE MARINE DEUTSCHLAND GMBH	United Kingdom	100 0000
ROLLS-ROYCE MARINE ELECTRICAL SYSTEMS LIMITED	Spain	100 0000
ROLLS-ROYCE MARINE ESPANA S A	Greece	100 0000
ROLLS-ROYCE MARINE FRANCE SARL	France	100 0000
ROLLS-ROYCE MARINE HELLAS S A	Hong Kong	99 9990
ROLLS-ROYCE MARINE HONG KONG LIMITED	India	100 0000
ROLLS-ROYCE MARINE INDIA PRIVATE LIMITED	Korea, Republic of	100 0000
ROLLS-ROYCE MARINE KOREA LIMITED	China	100 0000
ROLLS-ROYCE MARINE MANUFACTURING (SHANGHAI) LIMITED	United States	100 0000
ROLLS-ROYCE MARINE NORTH AMERICA INC	United Kingdom	100 0000
ROLLS-ROYCE MARINE POWER OPERATIONS LIMITED	Germany	100 0000
ROLLS-ROYCE MECHANICAL TEST OPERATIONS CENTRE GMBH	Mexico	100 0000
ROLLS-ROYCE MEXICO ADMINISTRATIONS DE RL DE CV	Mexico	100 0000
ROLLS-ROYCE MEXICO S DE RL DE CV	United Kingdom	100 0000
ROLLS-ROYCE MILITARY AERO ENGINES LIMITED	Namibia	100 0000
ROLLS-ROYCE NAMIBIA (PTY) LIMITED	New Zealand	100 0000
ROLLS-ROYCE NEW ZEALAND LIMITED	Nigeria	100 0000
ROLLS-ROYCE NIGERIA LIMITED	United States	100 0000
ROLLS-ROYCE NORTH AMERICA (USA) HOLDINGS CO	United States	100 0000
ROLLS-ROYCE NORTH AMERICA HOLDINGS INC	United States	100 0000
ROLLS-ROYCE NORTH AMERICA INC	United States	100 0000
ROLLS-ROYCE NORTH AMERICA VENTURES INC	United States	100 0000
ROLLS-ROYCE NORTH AMERICAN TECHNOLOGIES INC	France	100 0000
ROLLS-ROYCE NUCLEAR FIELD SERVICES FRANCE SAS	Oman	100 0000
ROLLS-ROYCE OMAN LLC	India	100 0000
ROLLS-ROYCE OPERATIONS (INDIA) PRIVATE LIMITED	United Kingdom	100 0000
ROLLS-ROYCE OVERSEAS HOLDINGS LIMITED	United Kingdom	100 0000
ROLLS-ROYCE OVERSEAS INVESTMENTS LIMITED	United Kingdom	100 0000
ROLLS-ROYCE OVERSEAS PROJECTS LIMITED	Finland	100 0000
ROLLS-ROYCE OY AB	United Kingdom	100 0000
ROLLS-ROYCE PLACEMENTS LIMITED	United Kingdom	100 0000
ROLLS-ROYCE plc	Poland	99 9490
ROLLS-ROYCE POLAND SP ZOO	United Kingdom	100 0000
ROLLS-ROYCE POWER DEVELOPMENT LIMITED	United Kingdom	100 0000
ROLLS-ROYCE POWER ENGINEERING PLC	Germany	100 0000
ROLLS-ROYCE POWER SYSTEMS AG	Germany	100 0000
ROLLS-ROYCE POWER SYSTEMS HOLDING GMBH	Saudi Arabia	100 0000
ROLLS-ROYCE SAUDI ARABIA LIMITED	United Kingdom	100 0000
ROLLS-ROYCE SECRETARIAT LIMITED	Singapore	100 0000
ROLLS-ROYCE SINGAPORE PTE LTD	United Kingdom	50 0000
ROLLS-ROYCE SNECMA LIMITED	France	100 0000
ROLLS-ROYCE TECHNICAL SUPPORT SARL	United Kingdom	100 0000
ROLLS-ROYCE TOTAL CARE SERVICES LIMITED	United Kingdom	100 0000

**Rolls-Royce Group plc subsidiaries,
jointly controlled entities and associates**

ROLLS-ROYCE TRANSMISSION & DISTRIBUTION LIMITED	Turkey	100 0000
ROLLS-ROYCE TURKEY POWER SOLUTIONS INDUSTRY AND TRADE LIMITED	Vietnam	100 0000
ROLLS-ROYCE VIETNAM LIMITED	Germany	100 0000
ROLLS-ROYCE ZWEITE BETEILIGUNGS GMBH	United Kingdom	100 0000
ROSS CERAMICS LIMITED	United Kingdom	100 0000
R-R INDUSTRIAL CONTROLS LIMITED	United Kingdom	50 0000
RRPF ENGINE LEASING (NO 2) LIMITED	Singapore	50 0000
RRPF ENGINE LEASING (SINGAPORE) PTE LIMITED	United States	50 0000
RRPF ENGINE LEASING (US) (NO 2) LLC	United States	50 0000
RRPF ENGINE LEASING (US) LLC	United Kingdom	50 0000
RRPF ENGINE LEASING LIMITED	Norway	15 1515
RUNDE MILJOBYGG AS	Brazil	66 0000
SCANDINAVIAN ELECTRIC SYSTEMS DO BRAZIL LIMITADA	Poland	67 0000
SCANDINAVIAN ELECTRIC GDANSK SP Z O O	Argentina	50 0000
SERVICIOS DE OPERACION Y MANTENIMIENTO SA	China	48 9997
SHANXI NORTH MTU DIESEL CO LTD	United Kingdom	24 9900
SIGN ASSURED LIMITED	Singapore	30 0000
SINGAPORE AERO ENGINE SERVICES PRIVATE LIMITED	Norway	100 0000
SMARTGENERATOR AS	Norway	100 0000
SMARTMOTOR AS	United Kingdom	100 0000
SPARE IPG (AGL) LIMITED	United Kingdom	100 0000
SPARE IPG (CEL) LIMITED	United Kingdom	100 0000
SPARE IPG 11 LIMITED	United Kingdom	100 0000
SPARE IPG 15 LIMITED	United Kingdom	91 0000
SPARE IPG 18 LIMITED	United Kingdom	100 0000
SPARE IPG 20 LIMITED	United Kingdom	100 0000
SPARE IPG 22 LIMITED	United Kingdom	100 0000
SPARE IPG 24 LIMITED	United Kingdom	100 0000
SPARE IPG 27 LIMITED	United Kingdom	100 0000
SPARE IPG 28 LIMITED	United Kingdom	100 0000
SPARE IPG 3 LIMITED	United Kingdom	100 0000
SPARE IPG 30 LIMITED	United Kingdom	100 0000
SPARE IPG 32 LIMITED	United Kingdom	100 0000
SPARE IPG 4 LIMITED	Norway	16 6667
STADT TOWING TANK AS	United Kingdom	100 0000
STONE VICKERS LIMITED	Norway	11 9431
SUNNMØRE GOLF AS	United Kingdom	100 0000
SUPERSTRUCTURE CAPITAL LIMITED	United States	100 0000
SYNCRILIFT INC	United States	18 9000
T+ MEDICAL AMERICAS INC	United Kingdom	18 9000
T+ MEDICAL HOLDINGS LIMITED	United Kingdom	18 9000
T+ MEDICAL LIMITED	Israel	50 0000
TECHJET AEROFOILS LIMITED	France	100 0000
TECH-MECA SAS	United States	50 0000
TEXAS AERO ENGINE SERVICES LLC	United Kingdom	100 0000
THE BUSHING COMPANY LIMITED	Netherlands	50 0000
TOGNUM TRANSMASHHOLDING B V	Italy	100 0000
TRIGNO ENERGY S R L	United Kingdom	50 0000
TRT LIMITED	United Kingdom	50 0000
TURBINE SURFACE TECHNOLOGIES LIMITED	United Kingdom	39 9803
TURBO-UNION LIMITED	United Kingdom	20 0000
UK NUCLEAR RESTORATION LIMITED	United Kingdom	100 0000
ULSTEIN (U K) LIMITED	Norway	100 0000
ULSTEIN HOLDING AS	Canada	100 0000
ULSTEIN MARITIME LIMITED	Norway	100 0000
ULSTEIN TRADING LTD AS	United Kingdom	100 0000
VICKERS PENSION TRUSTEES LIMITED	United Kingdom	100 0000
VICKERS PRESSINGS LIMITED	United Kingdom	100 0000

**Rolls-Royce Group plc subsidiaries,
jointly controlled entities and associates**

VIKING POWER LIMITED	Norway	50 0000
VIKING REISEBYRA AS	United Kingdom	100 0000
VINTERS DEFENCE SYSTEMS LIMITED	United Kingdom	100 0000
VINTERS ENGINEERING LIMITED	United Kingdom	100 0000
VINTERS INTERNATIONAL LIMITED	United Kingdom	100 0000
VINTERS LIMITED	United Kingdom	100 0000
VINTERS-ARMSTRONGS (ENGINEERS) LIMITED	United Kingdom	100 0000
VINTERS-ARMSTRONGS LIMITED	United Kingdom	18 9000
W H HOWSON LIMITED	Germany	1 5096
WIRTSCHAFTSFORDERUNG BODENSEEKREIS GMBH	United Kingdom	100 0000
WULTEX MACHINE COMPANY LIMITED	China	48 9874
XIAN XR AERO COMPONENTS CO , Ltd	China	49 9874
XIAN XR TURBINE MACHINING COMPONENTS CO , Ltd		

Companies Limited by Guarantee – members

<u>of</u>	United Kingdom	n/a
ADS Group Limited	Malaysia	n/a
Aerospace Malaysia Innovation Centre	Bermuda	n/a
Aviation Working Group	United Kingdom	n/a
CFMS Limited – owns CFMS Services Limited and CFMS-ASRC Limited	United Kingdom	n/a
Energy Technologies Institute LLP	United Kingdom	n/a
Sharing in Growth	United Kingdom	n/a