

PLEASE COMPLETE IN
TYPESCRIPT OR IN
BOLD BLACK CAPITALS

88(2)

Return of Allotment of Shares

CHFP083

Company Number

578327

Company name in full

Rotork plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box.)

| From | | | To | | |
|------|-------|------|-----|-------|------|
| Day | Month | Year | Day | Month | Year |
| 13 | 05 | 2004 | | | |

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

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

| | | |
|----------|--|--|
| Ordinary | | |
| 3112 | | |
| 5p | | |
| 284.5p | | |

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

| | | |
|--|--|--|
| | | |
|--|--|--|

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing.)

| |
|--|
| |
| |
| |

When you have completed and signed the form send it to
the Registrar of Companies at:

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

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX235
Edinburgh



Names and addresses of the allottees (List joint share allotments consecutively)

| Shareholder details | | Shares and share class allotted | |
|---------------------|--|---------------------------------|-----------------|
| Name | Cazenove Nominees Limited Desig ESOS Part ID 142CN | Class of shares allotted | Number allotted |
| Address | 20 Moorgate | Ordinary | 3,112 |
| | London | | |
| | UK Postcode EC2R 6DA | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| | | | |
| | UK Postcode | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | Ordinary | |
| | | | |
| | UK Postcode | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | | |
| | | | |
| | UK Postcode | | |
| Name | | Class of shares allotted | Number allotted |
| Address | | TOTAL | 3,112 |
| | | | |
| | UK Postcode | | |

Please enter the number of continuation sheet(s) (if any) attached to this form :

Signed

[Signature]

Date 17/5/05

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

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Rotork P.l.c.

Rotork House Brassmill Lane Bath BA1 3JQ

ESP/EXEC/E6943

Tel: 01903 833421

DX number

DX exchange