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COMPANIES FORM No. 169

Return by a company purchasing its own shares

169

Pursuant to section 169 of the Companies Act 1985

Please do not
write in
this margin

To the Registrar of Companies

For official use

Company number

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578327

Please do not write
in the space below.
For Inland Revenue
use only.Please complete
legibly, preferably
in black type, or
bold black lettering* insert full name
of company

Name of company

* ROTORK p.l.c.

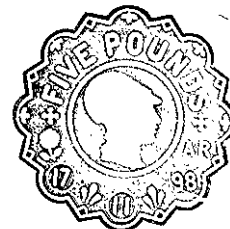
NoteThis return must be
delivered to the
Registrar within a
period of 28 days
beginning with the
first date on which
shares to which it
relates were
delivered to the
company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	CUMULATIVE PREFERENCE SHARES		
Number of shares purchased	25,000		
Nominal value of each share	£1		
Date(s) on which the shares were delivered to the company	18 NOV 98		
Maximum prices paid \$ for each share	£1.80		
Minimum prices paid \$ for each share	£1.80		

§ A private company
is not required to
give this
informationThe aggregate amount paid by the company for the shares
to which this return relates was:

£45000.00

Stamp duty payable pursuant to section 66 of the Finance Act
1986 on the aggregate amount at 50p per £100 or part of £100 £ 225.00£225.
TR.
17/11/98† Insert Director,
Secretary,
Receiver,
Administrator,
Administrative
Receiver or
Receiver (Scotland)
as appropriateSigned *MJ White*Designation: *Company Secretary* Date *11 November 1998*Presentor's name address and
reference (if any):ROTORK p.l.c.
BATH BA1 3JP
01225 733200
RAO MJ WHITEFor official Use
General Section

Post room

A23 *AC2FKBFD* 617
COMPANIES HOUSE 19/11/98