



# Rolls-Royce

**Rolls-Royce plc**

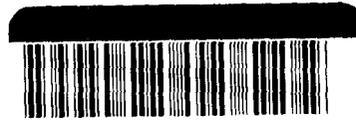
PO Box 31, Derby DE24 8BJ, England

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www.rolls-royce.com

Securities and Exchange Commission  
Division of Corporation Finance  
450 Fifth Street, N.W.  
Washington, D.C. 20549



03050398

03 MAR 31 01 7:21

SUPPL

Direct dial

Direct fax

Date 17 March 2003

Our ref

Your ref

**Re: Information for Rolls-Royce plc, No. 82-2821**

Dear Sirs:

The information listed below is enclosed and is being provided in compliance with Rule 12g3-2(b).

Schedule 11 – Notification of Directors Share Interests

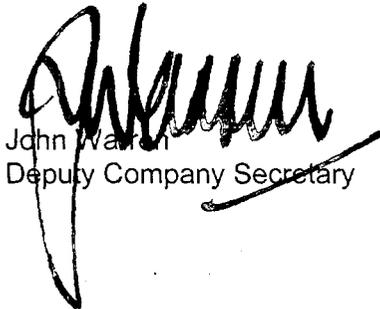
If you have any questions, please contact me at 011-44-1332 -245-878.

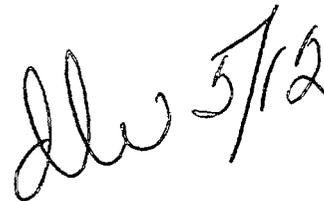
PROCESSED

MAY 20 2003

THOMSON  
FINANCIAL

Yours faithfully  
For Rolls-Royce plc

  
John Warren  
Deputy Company Secretary

  
dlw 5/12

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<b>Company</b>	Rolls-Royce PLC
<b>TIDM</b>	RR.
<b>Headline</b>	Director Shareholding
<b>Released</b>	15:29 17 Mar 2003
<b>Number</b>	PRNUK-1703

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

- 1) Name of company       ROLLS-ROYCE plc
  
- 2) Name of director     John Edward Victor Rose
  
- 3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest  
  
non-beneficial interest
  
- 4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)  
  
Clydesdale Bank (Head Office)Nominees Ltd a/c TIM
  
- 5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s)  
  
Trustees of the W. V Rose Grandchildrens Settlement
  
- 6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary  
  
Market Purchase
  
- 7) Number of shares/amount of stock acquired  
  
42,250
  
- 8) Percentage of issued class  
  
0%
  
- 9) Number of shares/amount of stock disposed
  
- 10) Percentage of issued class
  
- 11) Class of security

Ordinary 20p shares

12) Price per share

71p

13) Date of transaction

17 March 2003

14) Date company informed

17 March 2003

15) Total holding following this notification

42,250 non-beneficial interest, 229,689 beneficial interest

16) Total percentage holding of issued class following this notification

0%

If a director has been granted options by the company please complete the following boxes

17) Date of grant

18) Period during which or date on which exercisable

19) Total amount paid (if any) for grant of the option

20) Description of shares or debentures involved: class, number

21) Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

22) Total number of shares or debentures over which options held following this notification

23) Any additional information

24) Name of contact and telephone number for queries

John Warren - Deputy Company Secretary - 01332 245878

25) Name and signature of authorised company official responsible for making this notification. John Warren, Deputy Company Secretary

Date of Notification 17 March 2003

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1) Name of company      ROLLS-ROYCE plc

- 2) Name of director      John Edward Victor Rose
  
- 3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest  
  
    child under the age of 18
  
- 4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)  
  
    Charles John Victor Rose
  
- 5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s)  
  
    Child under the age of 18
  
- 6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary  
  
    Market Purchase
  
- 7) Number of shares/amount of stock acquired  
  
    13,793
  
- 8) Percentage of issued class  
  
    0%
  
- 9) Number of shares/amount of stock disposed
  
- 10) Percentage of issued class
  
- 11) Class of security  
  
    Ordinary 20p shares
  
- 12) Price per share  
  
    72.5p
  
- 13) Date of transaction  
  
    17 March 2003
  
- 14) Date company informed  
  
    17 March 2003
  
- 15) Total holding following this notification  
  
    229,689 beneficial interest, 42,250 non-beneficial interest
  
- 16) Total percentage holding of issued class following this notification

0%

If a director has been granted options by the company please complete the following boxes

17) Date of grant

18) Period during which or date on which exercisable

19) Total amount paid (if any) for grant of the option

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Date of Notification 17 March 2003

END

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