**AR01 2015**  
Annual Return

Go online to file this information  
www.gov.uk/companieshouse  
A fee is payable  
Please see "How to fill in this form" on the last page

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 notify of changes to officers, registered office location or company type or matters relating to the company.

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### Part 1  
Company details

The section must be completed by all companies.

#### A1  
Company details

<table>
<thead>
<tr>
<th>Company number</th>
<th>4 4 3 3 0 7 5</th>
</tr>
</thead>
</table>

| Company name in full | ROLLS-ROYCE FUEL CELL SYSTEMS LIMITED |

#### 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 | 2015-05-21 |

#### A3  
Principal business activity

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

<table>
<thead>
<tr>
<th>Classification code 1</th>
<th>3 2 9 9 0</th>
</tr>
</thead>
<tbody>
<tr>
<td>Classification code 2</td>
<td></td>
</tr>
<tr>
<td>Classification code 3</td>
<td></td>
</tr>
<tr>
<td>Classification code 4</td>
<td></td>
</tr>
</tbody>
</table>

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

Principal activity description

---

*Filling in this form*  
Please complete in typescript or in bold black capitals.  
All fields are mandatory unless specified or indicated by *.
**AR01 2015**

**Annual Return**

### A4 Company type

- Please confirm your company type by ticking the appropriate box below (only one box must be ticked)
  - [ ] Public limited company
  - [x] 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.gov.uk/companieshouse](http://www.gov.uk/companieshouse)*

### A5 Registered office address

- **Building name/number**: Rolls-Royce plc
- **Street**: Moor Lane
- **Post town**: Derby
- **County/Region**: Derbyshire
- **Postcode**: DE24 8BJ

**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**
- **Street**
- **Post town**
- **County/Region**
- **Postcode**

**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 chargers England and Wales or Northern Ireland
  - [ ] Instruments creating charges and register of chargers 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.*
Part 2  
Officers of the company

This section should include details of the company as at the made up date of this annual return. All details must agree with those previously notified to Companies House.

Corporate officers
- For a corporate secretary, go to Section B1
- For a corporate director, go to Section C1

Individual officers
- For a secretary who is an individual, go to Section D1
- For a director who is an individual, go to Section E1 and also complete Part 3

New appointments
You cannot use this form to appoint new officers to the company. To do this, please complete the appropriate form and submit it together with this annual return.
- AP01 - for directors who are individuals
- AP02 - for a corporate director
- AP03 - for secretaries who are individuals
- AP04 - for a corporate secretary

Change to officer details
You cannot use this form to change any officer details. To do this, please complete the appropriate form and submit it together with this annual return.
- CH01 - for changes to details of directors who are individuals
- CH02 - for changes to details of a corporate director
- CH03 - for changes to details of secretary who are individuals
- CH04 - for changes to details of a corporate secretary
# Corporate secretary

**Corporate secretary's details**

<table>
<thead>
<tr>
<th>Corporate body/firm name</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Building name/number</td>
<td></td>
</tr>
<tr>
<td>Street</td>
<td></td>
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<tr>
<td>Post town</td>
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<tr>
<td>County/Region</td>
<td></td>
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<tr>
<td>Postcode</td>
<td></td>
</tr>
<tr>
<td>Country</td>
<td></td>
</tr>
</tbody>
</table>

**Location of the registry of the corporate body or firm**

Is the corporate secretary registered within the European Economic Area (EEA)?
- Yes Complete Section B3 only
- No Complete Section B4 only

**EEA companies**

Where the company/firm is registered:

| Registration number |  |

**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.

<table>
<thead>
<tr>
<th>Legal form of the corporate body or firm</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Governing law</td>
<td></td>
</tr>
<tr>
<td>If applicable, where the company/firm is registered</td>
<td></td>
</tr>
<tr>
<td>If applicable, the registration number</td>
<td></td>
</tr>
</tbody>
</table>

**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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### Corporate director

#### Corporate director's details

Please use this section for corporate directors of the company. For a director who is an individual, complete Section E1-E2 and Part 3.

<table>
<thead>
<tr>
<th>Corporate body/firm name</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Building name/number</td>
<td></td>
</tr>
<tr>
<td>Street</td>
<td></td>
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<tr>
<td>Post town</td>
<td></td>
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<tr>
<td>County/Region</td>
<td></td>
</tr>
<tr>
<td>Postcode</td>
<td></td>
</tr>
<tr>
<td>Country</td>
<td></td>
</tr>
</tbody>
</table>

#### 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.

Continuation pages:
Please use a continuation page if you need to enter more officer details.

### Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?
- Yes  Complete Section C3 only
- No  Complete Section C4 only

### EEA companies
Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

<table>
<thead>
<tr>
<th>Where the company/ firm is registered</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Registration number</td>
<td></td>
</tr>
</tbody>
</table>

#### EEA
A full list of countries of the EEA can be found in our guidance [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

This is the register mentioned in Article 3 of the First Company Law Directive (89/151/EEC).

### 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.

<table>
<thead>
<tr>
<th>Legal form of the corporate body or firm</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Governing law</td>
<td></td>
</tr>
<tr>
<td>If applicable, where the company/firm is registered</td>
<td></td>
</tr>
<tr>
<td>If applicable, the registration number</td>
<td></td>
</tr>
</tbody>
</table>

#### 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.
### Secretary

**D1 Secretary’s details**

<table>
<thead>
<tr>
<th>Title*</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Full forename(s)</td>
<td>Andrew</td>
</tr>
<tr>
<td>Surname</td>
<td>HARVEY-WRATE</td>
</tr>
<tr>
<td>Former name(s)</td>
<td></td>
</tr>
</tbody>
</table>

**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 B1-B4 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.

**Former name(s)**

Please provide any previous names (including maiden or married names) which have been used for business purposes during the period of this return.

**Continuation pages**

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

### Secretary’s service address

<table>
<thead>
<tr>
<th>Building name/number</th>
<th>c/o Rolls-Royce plc - M10</th>
</tr>
</thead>
<tbody>
<tr>
<td>Street</td>
<td>Moor Lane</td>
</tr>
<tr>
<td>Post town</td>
<td>Derby</td>
</tr>
<tr>
<td>County/Region</td>
<td>Derbyshire</td>
</tr>
<tr>
<td>Postcode</td>
<td>DE 24 8BJ</td>
</tr>
<tr>
<td>Country</td>
<td>England</td>
</tr>
</tbody>
</table>

**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” on the address.

This information will appear on the public record.
**Director**

**E1** Director's details

<table>
<thead>
<tr>
<th>Title*</th>
<th>Mr</th>
</tr>
</thead>
<tbody>
<tr>
<td>Full forename(s)</td>
<td>Paul Jonathan</td>
</tr>
<tr>
<td>Surname</td>
<td>STEIN</td>
</tr>
<tr>
<td>Former name(s)</td>
<td></td>
</tr>
<tr>
<td>Country/State of residence</td>
<td>United Kingdom</td>
</tr>
<tr>
<td>Nationality</td>
<td>British</td>
</tr>
<tr>
<td>Monthly/year of birth</td>
<td>X X 07 1977</td>
</tr>
<tr>
<td>Business occupation (if any)</td>
<td>Director</td>
</tr>
</tbody>
</table>

Director appointments

You cannot use this form to appoint a director. To do this, please complete form AR01 and submit it together with this annual return.

Corporate details

Please use Section C1-C4 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.

Former name(s)

Please provide any previous names (including maiden or married names) which have been used for business purposes during the period of this return.

Month/year of birth

Please provide month and year only. Provide full date of birth in Part 3 only.

Continuation pages

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

**E2** Director's service address

<table>
<thead>
<tr>
<th>Building name/number</th>
<th>The Company's Registered Office</th>
</tr>
</thead>
<tbody>
<tr>
<td>Street</td>
<td></td>
</tr>
<tr>
<td>Post town</td>
<td></td>
</tr>
<tr>
<td>County/Region</td>
<td></td>
</tr>
<tr>
<td>Postcode</td>
<td></td>
</tr>
<tr>
<td>Country</td>
<td></td>
</tr>
</tbody>
</table>

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.
### Part 4: Statement of Capital

Does your company have share capital?
- **Yes**: Complete the sections below and the following Part 5
- **No**: Go to Part 6 (Signature)

#### 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.

<table>
<thead>
<tr>
<th>Class of shares (E.g. Ordinary/Preference etc.)</th>
<th>Amount paid up on each share (£)</th>
<th>Amount (if any) unpaid on each share (£)</th>
<th>Number of shares</th>
<th>Aggregate nominal value (£)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ordinary</td>
<td>0.001</td>
<td>0.00</td>
<td>435,963,573,930</td>
<td>43,596,357,393</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td></td>
<td></td>
<td>435,963,573,930</td>
<td>43,596,357,393</td>
</tr>
</tbody>
</table>

#### 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.

<table>
<thead>
<tr>
<th>Currency</th>
<th>Class of shares (E.g. Ordinary/Preference etc.)</th>
<th>Amount paid up on each share (£)</th>
<th>Amount (if any) unpaid on each share (£)</th>
<th>Number of shares</th>
<th>Aggregate nominal value (£)</th>
</tr>
</thead>
<tbody>
<tr>
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<tr>
<td><strong>Totals</strong></td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

#### F3: Totals

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

<table>
<thead>
<tr>
<th>Total number of shares</th>
<th>Total aggregate nominal value (£)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</tr>
</tbody>
</table>

- **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

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<table>
<thead>
<tr>
<th>Class of share</th>
<th>£0.0001 Ordinary</th>
</tr>
</thead>
<tbody>
<tr>
<td>Voting rights</td>
<td>The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption</td>
</tr>
</tbody>
</table>
Part 5 Shareholders

Does your company have share capital?

→ Yes go to Section G1 ‘Companies with share capital’
→ No go to Part 6 (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.

☑ 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? Please tick the appropriate box below.

☐ 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 6 ‘Signature’

G2 List of past and present shareholders

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 6 (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 6 (Signature).

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11/15 Version 7.0
List of past and present shareholders

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.

<table>
<thead>
<tr>
<th>Shareholder's Name (Address not required)</th>
<th>Class of share</th>
<th>Number of shares or amount of stock</th>
<th>Shares or stock transferred (if appropriate)</th>
<th>Date of registration of transfer</th>
</tr>
</thead>
<tbody>
<tr>
<td>ROLLS-ROYCE plc</td>
<td>£0.0001 Ordinary</td>
<td>435,963,573,930</td>
<td>/ /</td>
<td>/ /</td>
</tr>
<tr>
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<td>/ /</td>
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</tbody>
</table>

1. Please list the company shareholders in alphabetical order.
2. Joint shareholders should be listed consecutively.
3. Further shareholders please use a 'List of past and present shareholders' continuation page if necessary.
4. This section only applies to companies answering 'No' to Question 1 in Section G1.
**Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return**

This section should show only 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 companies that have answered 'Yes' to Question 1 in Section G1, and 'No' to Question 2 in Section G1.

If there were no shareholders holding at least 5% of any class of share(s) at the date of this return, this section may be left blank.

→ Go to Part 6 (Signature)

<table>
<thead>
<tr>
<th>Shareholder's name</th>
<th>Shareholder's address</th>
<th>Class of share</th>
<th>Number of shares or amount of stock</th>
</tr>
</thead>
<tbody>
<tr>
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</tr>
</tbody>
</table>
Part 6  Signature

<table>
<thead>
<tr>
<th>Signature</th>
<th>Signature</th>
</tr>
</thead>
<tbody>
<tr>
<td>X</td>
<td>X</td>
</tr>
</tbody>
</table>

This must be completed by all companies.

I am signing this form on behalf of the company

*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

*Person authorised*
Under either section 270 or 274 of the Companies Act 2006

This form may be signed by:
Director ☑, Secretary ☑, Person authorised ☑, Charity commission receiver and manager, CIC manager, Judicial factor
AR01 2015
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: Rolls-Royce plc - ML-10

Address: Moor Lane

Post town: Derby

Country/Region: United Kingdom

Country: United Kingdom

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 provided the full date of birth for all individual directors in Part 3.
☐ 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 a paper 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.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk.

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse.