

01 March 2024

Rolls-Royce Holdings plc

Notification and public disclosure of transactions by persons discharging managerial responsibilities and persons closely associated with them

Rolls-Royce Holdings plc (the Company) announces that the following person discharging managerial responsibilities (PDMRs) transacted in ordinary shares of 20p each in the Company due to the vest of awards under the Rolls-Royce Long Term Incentive Plan (LTIP).

LTIP

The following LTIP shares vested on 29 February 2024. The awards were made on 29 November 2023.

PDMR	Shares vested	Shares sold to cover statutory withholding liabilities	Shares released to Global Nominee
Helen McCabe	452,953	213,315	239,638

1	Details of the person discharging managerial responsibilities / person closely associated					
a)	Name	Helen McCabe				
2	Reason for the notification					
a)	Position/status	Chief Financial Officer				
b)	Initial notification /Amendment	Initial notification				
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor					
a)	Name	Rolls-Royce Holdings plc				
b)	LEI	213800EC7997ZBLZJH69				
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted					
a)	Description of the financial instrument, type of instrument	Ordinary Shares of 20p each				
	Identification code	GB00B63H8491				
Transaction 1						
b)	Nature of the transaction	Vest of awards made under the Rolls-Royce Long Term Incentive Plan				
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>452,953</td> </tr> </tbody> </table>	Price(s)	Volume(s)	Nil	452,953
Price(s)	Volume(s)					
Nil	452,953					
d)	Aggregated information					
	- Aggregated volume	452,953				
	- Price	Nil				
Transaction 2						
b)	Nature of the transaction	Sale of shares to cover statutory withholding liabilities				
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>£3.6633</td> <td>213,315</td> </tr> </tbody> </table>	Price(s)	Volume(s)	£3.6633	213,315
Price(s)	Volume(s)					
£3.6633	213,315					
d)	Aggregated information					
	- Aggregated volume	213,315				

	- Price	£3.6633
e)	Date of the transaction(s)	29 February 2024
f)	Place of the transaction(s)	London Stock Exchange, Main Market (XLON)

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