06 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 persons discharging managerial responsibilities (PDMRs) transacted in ordinary shares of 20p each in the Company due to the grant of awards under the Rolls-Royce Incentive Plan (Incentive Plan) and the grant of awards under the Rolls-Royce Long-Term Incentive Plan (LTIP).

## Incentive Plan

The following conditional share awards were granted on 1 March 2024 under the Incentive Plan at a price of £3.661 per share in accordance with our Remuneration Policy approved by shareholders at the 2021 Annual General Meeting.

PDMR	Ordinary shares
Tufan Erginbilgic	1,278,476
Helen McCabe	247,938
Sarah Armstrong	157,177
Simon Burr	63,719
Chris Cholerton	188,053
Nicola Grady-Smith	65,364
Mark Gregory	165,282
A dam Riddle	162,920
Rob Watson	169,135

<u>LTIP</u>

The following conditional share awards were granted on 1 March 2024 under the LTIP at a price of  $\pounds 3.661$  per share in accordance with our Remuneration Policy approved by shareholders at the 2021 Annual General Meeting.

PDMR	Ordinary shares
Sarah Armstrong	259,536
Simon Burr	240,372
Chris Cholerton	327,477
Nicola Grady-Smith	240,372
Mark Gregory	279,048
A dam Riddle	447,008
Jörg Stratmann	308,459
Rob Watson	314,122

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Tufan Erginbilgic
2	Reason for the notification	
a)	Position/status	Chief Executive
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		Ordinary Shares of 20p each
	Identification code	GB00B63H8491

b)	Nature of the transaction	Grant of awards made under the Rolls-Royce Incentive Plan	
c)	Price(s) and volume(s)	Price(s) £3.661	Volume(s) 1,278,476
d)	Aggregated information	1,278,476	
	- Aggregated volume	£3.661	
e)	Date of the transaction(s)	1 March 2024	
f)	Place of the transaction(s)	Outside a trading venue	

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 all monitor	owance market participant, auction platform, auctioneer or auction	
a)	Name	Rolls-Royce Holdings plc	
b)	LEI	213800EC7997ZBLZJH69	
4		ion to be repeated for (i) each type of instrument; (ii) each type of ) each place where transactions have been conducted	
a)	Description of the financial instrument, type of instrument	Ordinary Shares of 20p each	
	Identification code	GB00B63H8491	
b)	Nature of the transaction	Grant of awards made under the Rolls-Royce Incentive Plan	
c)	Price(s) and volume(s)	Price(s)         Volume(s)           £3.661         247,938	
d)	Aggregated information		
	- Aggregated volume	247,938	
	- Price	£3.661	
e)	Date of the transaction(s)	1 March 2024	
f)	Place of the transaction(s)	Outside a trading venue	

ι)	Name	Sarah Armstrong	
2	Reason for the notification		
ı)	Position/status	Chief People Officer	
)	Initial notification /Amendment	Initial notification	
;	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
ι)	Name	Rolls-Royce Holdings plc	
	LEI	213800EC7997ZBLZJH69	

a)	Description of the financial instrument, type of instrument	Ordinary Shares of 20p each		
	Identification code	GB00B63H8491		
Tra	insaction 1			
b)	Nature of the transaction	Grant of awards made	under the Rolls-Royce Incentive	Plan
c)	Price(s) and volume(s)			-
		Price(s)	Volume(s)	
		£3.661	157,177	
			,	
d)	Aggregated information			
	- Aggregated volume	157,177		
		£3.661		
	- Price			
e)	Date of the transaction(s)	1 March 2024		
f)	Place of the transaction(s)	Outside a trading ver	ue	
Tra	insaction 2			
b)	Nature of the transaction	Grant of awards made Plan	under the Rolls-Royce Long Terr	n Incentive
c)	Price(s) and volume(s)			
		Price(s)	Volume(s)	
		£3.661	259,536	
d)	Aggregated information			
u)		250.506		
	- Aggregated volume	259,536		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024		

1	Details of the person discharging	ger in responsibilitie		
a)	Name	Simon Burr		
2	Reason for the notification			
a)	Position/status	Group Director of Engi	neering, Technology and Safety	
b)	Initial notification /Amendment	Initial notification		
3	Details of the issuer, emission all monitor	owance market participant	auction platform, auctioneer or auctio	
a)	Name	Rolls-Royce Holdings	blc	
b)	LEI	213800EC7997ZBLZJH	59	
			h trme of instruments (ii) each trme of	
4	Details of the transaction(s): secti transaction; (iii) each date; and (iv			
<b>4</b> a)			tions have been conducted	
	transaction; (iii) each date; and (iv Description of the financial	) each place where transac	tions have been conducted	
a)	transaction; (iii) each date; and (iv Description of the financial instrument, type of instrument	each place where transac	tions have been conducted	
a) Tra	transaction; (iii) each date; and (iv Description of the financial instrument, type of instrument Identification code	) each place where transac Ordinary Shares of 20p GB00B63H8491	tions have been conducted	
a) Tra b)	transaction; (iii) each date; and (iv Description of the financial instrument, type of instrument Identification code	) each place where transac Ordinary Shares of 20p GB00B63H8491 Grant of awards made u	each inder the Rolls-Royce Incentive Plan	
a) Tra b)	transaction; (iii) each date; and (iv Description of the financial instrument, type of instrument Identification code msaction 1 Nature of the transaction	) each place where transac Ordinary Shares of 20p GB00B63H8491	each	
a) Tra b)	transaction; (iii) each date; and (iv Description of the financial instrument, type of instrument Identification code msaction 1 Nature of the transaction	) each place where transac Ordinary Shares of 20p GB00B63H8491 Grant of awards made u	each inder the Rolls-Royce Incentive Plan	
a) Trab)	transaction; (iii) each date; and (iv Description of the financial instrument, type of instrument Identification code msaction 1 Nature of the transaction	) each place where transac Ordinary Shares of 20p GB00B63H8491 Grant of awards made u Price(s)	each under the Rolls-Royce Incentive Plan Volume(s)	
a)	transaction; (iii) each date; and (iv Description of the financial instrument, type of instrument Identification code msaction 1 Nature of the transaction Price(s) and volume(s)	) each place where transac Ordinary Shares of 20p GB00B63H8491 Grant of awards made u Price(s)	each under the Rolls-Royce Incentive Plan Volume(s)	

e)	Date of the transaction(s)	1 March 2024	1 March 2024	
f)	Place of the transaction(s)	Outside a trading ven	Outside a trading venue	
Tra	unsaction 2			
b)	Nature of the transaction	Grant of awards made Plan	Grant of awards made under the Rolls-Royce Long Term Incentive Plan	
c)	Price(s) and volume(s)			
		Price(s)	Volume(s)	
		£3.661	240,372	
d)	Aggregated information			
	- Aggregated volume	240,372		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024		
f)	Place of the transaction(s)	Outside a trading ven	ue	

1	Details of the person discharging managerial responsibilities / person closely associated			
a)	Name	Chris Cholerton	Chris Cholerton	
2	Reason for the notification			
a)	Position/status	Group President	Group President	
b)	Initial notification /Amendment	Initial notification		
3	Details of the issuer, emission allo monitor	ssion allowance market participant, auction platform, auctioneer or auction		
a)	Name	Rolls-Royce Holdings plc		
b)	LEI	213800EC7997ZBLZJH69		
4	Details of the transaction(s): section transaction; (iii) each date; and (iv)			
a)	Description of the financial instrument, type of instrument	Ordinary Shares of 20p each	I	
	Identification code	GB00B63H8491		
Tra	nsaction 1			
b)	Nature of the transaction	Grant of awards made under	the Rolls-Royce Incentive Plan	
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£3.661	188,053	
d)	Aggregated information			
	- Aggregated volume	188,053		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024		
f)	Place of the transaction(s)	Outside a trading venue		
Tra	nsaction 2			
b)	Nature of the transaction	Grant of awards made under the Rolls-Royce Long Term Incentive Plan		
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£3.661	327,477	
d)	Aggregated information			
	- Aggregated volume	327,477		
	- Price	£3.661		
`				

e)	Date of the transaction(s)	I March 2024
f)	Place of the transaction(s)	Outside a trading venue

1	Details of the person discharging managerial responsibilities / person closely associated		
a)	Name	Nicola Grady-Smith	
2	Reason for the notification		
a)	Position/status	Chief Transformation Officer	
b)	Initial notification /Amendment	Initial notification	
3	Details of the issuer, emission allow monitor	ance market participant, auctio	n platform, auctioneer or auction
a)	Name	Rolls-Royce Holdings plc	
b)	LEI	213800EC7997ZBLZJH69	
4	Details of the transaction(s): section transaction; (iii) each date; and (iv) e		
a)	Description of the financial instrument, type of instrument	Ordinary Shares of 20p each	
	Identification code	GB00B63H8491	
T			
b)	nsaction 1 Nature of the transaction	Grant of awards made under the Rolls-Royce Incentive Plan	
c)	Price(s) and volume(s)	Price(s) £3.661	Volume(s) 65,364
d)	Aggregated information		<u></u>
	- Aggregated volume	65,364	
	- Price	£3.661	
e)	Date of the transaction(s)	1 March 2024	
f)	Place of the transaction(s)	Outside a trading venue	
Tra	nsaction 2		
b)	Nature of the transaction	Grant of awards made under the Plan	ne Rolls-Royce Long Term Incentive
c)	Price(s) and volume(s)		
		Price(s)	Volume(s)
		£3.661	240,372
d)	Aggregated information		
	- Aggregated volume	240,372	
	- Price	£3.661	
e)	Date of the transaction(s)	1 March 2024	
f)	Place of the transaction(s)	Outside a trading venue	

Details of the person discharging managerial responsibilities / person closely associated	
Name	Mark Gregory
Reason for the notification	
Position/status	General Counsel
Initial notification /Amendment	Initial notification
Details of the issuer, emission allo monitor	wance market participant, auction platform, auctioneer or auction
	Name         Reason for the notification         Position/status         Initial notification /Amendment         Details of the issuer, emission allow

a)	Name	Rolls-Royce Holdings plc		
b)	LEI	213800EC7997ZBLZJH69		
4	Details of the transaction(s): secti transaction; (iii) each date; and (iv		) each type of instrument; (ii) each type of nsactions have been conducted	
a)	Description of the financial instrument, type of instrument	Ordinary Shares of	20p each	
	Identification code	GB00B63H8491		
Tra	insaction 1			
b)	Nature of the transaction	Grant of awards made	ade under the Rolls-Royce Incentive Plan	
c)	Price(s) and volume(s)			-
		Price(s)	Volume(s)	
		£3.661	165,282	
d)	Aggregated information			
	- Aggregated volume	165,282		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024		
f)	Place of the transaction(s)	Outside a trading ve	/enue	
Tra	insaction 2			
b)	Nature of the transaction	Grant of awards mad Plan	ade under the Rolls-Royce Long Term Incentive	e
c)	Price(s) and volume(s)			
		Price(s)	Volume(s)	
		£3.661	279,048	
d)	Aggregated information			
	- Aggregated volume	279,048		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024		
f)	Place of the transaction(s)	Outside a trading ve	/enue	

1	Details of the person discharging	managerial responsibilities / person closely associated		
a)	Name	Adam Riddle	AdamRiddle	
2	Reason for the notification			
a)	Position/status	President - Defence	President - Defence	
b)	Initial notification /Amendment	Initial notification	Initial notification	
3	Details of the issuer, emission allo monitor	owance market participa	nt, auction platform, auctioneer or aucti	on
a)	Name	Rolls-Royce Holding	Rolls-Royce Holdings plc	
b)	LEI	213800EC7997ZBLZ	213800EC7997ZBLZJH69	
4	Details of the transaction(s): secti transaction; (iii) each date; and (iv	1 (7	each type of instrument; (ii) each type of actions have been conducted	
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each GB00B63H8491		
Tra	insaction 1			
b)	Nature of the transaction	Grant of awards mad	e under the Rolls-Royce Incentive Plan	
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
	1	£3.661	102,920	I

			,	
d)	Aggregated information			
	- Aggregated volume	162,920		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024		
f)	Place of the transaction(s)	Outside a trading v	enue	
Tra	insaction 2			
b)	Nature of the transaction	Grant of awards ma Plan	de under the Rolls-Royce Long T	erm Incentive
c)	Price(s) and volume(s)			
		Price(s)	Volume(s)	
		£3.661	447,008	
d)	Aggregated information			
	- Aggregated volume	447,008		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024		
f)	Place of the transaction(s)	Outside a trading v	enue	

a)	Name	Jörg Stratmann		
2	Reason for the notification	otification		
a)	Position/status	CEO - Rolls-Royce Power	Systems AG	
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		ction(s): section to be repeated for (i) each type of instrument; (ii) each type of h date; and (iv) each place where transactions have been conducted		
a)	Description of the financial			
a)	instrument, type of instrument	Ordinary Shares of 20p ea	ch	
a)		Ordinary Shares of 20p ea GB00B63H8491	ch	
a) b)	instrument, type of instrument	GB00B63H8491		
,	instrument, type of instrument Identification code	GB00B63H8491 Grant of awards made und	ch ler the Rolls-Royce Long Term Incentiv Volume(s) 308,459	
b) c)	instrument, type of instrument Identification code Nature of the transaction	GB00B63H8491 Grant of awards made und Plan Price(s)	ler the Rolls-Royce Long Term Incentiv	
b)	instrument, type of instrument Identification code Nature of the transaction Price(s) and volume(s)	GB00B63H8491 Grant of awards made und Plan Price(s)	ler the Rolls-Royce Long Term Incentiv	
b) c)	instrument, type of instrument Identification code Nature of the transaction Price(s) and volume(s) Aggregated information	GB00B63H8491 Grant of awards made und Plan Price(s) £3.661	ler the Rolls-Royce Long Term Incentiv	
b) c)	instrument, type of instrument Identification code Nature of the transaction Price(s) and volume(s) Aggregated information - Aggregated volume	GB00B63H8491 Grant of awards made und Plan Price(s) £3.661 308,459	ler the Rolls-Royce Long Term Incentiv	

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Rob Watson
2	Reason for the notification	
a)	Position/status	President - Civil Aerospace

<b>)</b> )	Initial notification /Amendment	Initial notification	Initial notification	
3	Details of the issuer, emission allo monitor	wance market participant, auction platform, auctioneer or auction		
a)	Name	Rolls-Royce Holdings	Rolls-Royce Holdings plc	
b)	LEI	213800EC7997ZBLZJH69		
4		n to be repeated for (i) each type of instrument; (ii) each type of each place where transactions have been conducted		
a)	Description of the financial instrument, type of instrument	Ordinary Shares of 20	p each	
	Identification code	GB00B63H8491		
Tra	insaction 1			
b)	Nature of the transaction	Grant of awards made	under the Rolls-Royce Incentive Plan	
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£3.661	169,135	
d)	Aggregated information			
	- Aggregated volume	169,135		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024		
f)	Place of the transaction(s)	Outside a trading ven	ue	
Tra	insaction 2			
b)	Nature of the transaction	Grant of awards made under the Rolls-Royce Long Term Incentiv Plan		
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£3.661	314,122	
d)	Aggregated information			
	- Aggregated volume	314,122		
	- Price	£3.661		
e)	Date of the transaction(s)	1 March 2024	1 March 2024	
f)	Place of the transaction(s)	Outside a trading venue		

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