

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 transacted in ordinary shares of 20p each in the Company (Shares) under the Rolls-Royce Incentive Plan, as set out in the remuneration policy approved by shareholders at the 2024 AGM.

Vesting of award

The following Shares vested on 8 March 2025 in relation to an award made on 8 March 2023 under the Rolls-Royce Incentive Plan or the Rolls-Royce Long Term Incentive Plan Share Award.

PDMR	Shares vested	Sale of Shares following the vesting	Shares retained
Adam Riddle	63,921	22,674	41,247
Sarah Armstrong	256,727	120,904	135,823
Simon Burr	38,583	18,171	20,412
Chris Cholerton	364,381	171,603	192,778
Nikki Grady-Smith	1,084,061	510,530	573,531
Mark Gregory	308,782	145,419	163,363
Helen McCabe	850,760	400,659	450,101
Rob Watson	261,540	123,171	138,369

1	Details of the person discharging managerial responsibilities / person closely associated						
a)	Name	Adam Riddle					
2	Reason for the notification						
a)	Position/status	President - Defence					
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 Identification code	Ordinary Shares of 20p each GB00B63H8491					
Transaction 1							
b)	Nature of the transaction	Vest of Shares received as part of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil</td><td>63,921</td></tr></table>		Price(s)	Volume(s)	Nil	63,921
Price(s)	Volume(s)						
Nil	63,921						
d)	Aggregated information - Aggregated volume	63,921					

	- Price	Nil	
e)	Date of the transaction	11 March 2025	
f)	Place of the transaction	Outside a trading venue	
Transaction 2			
b)	Nature of the transaction	Sale of Shares following the vesting of the Rolls-Royce Incentive Plan	
c)	Price(s) and volume(s)		
		Price(s)	Volume(s)
		£7.479218	22,674
d)	Aggregated information		
	- Aggregated volume	22,674	
	- Price	£7.479218	
e)	Date of the transaction	11 March 2025	
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)	

1	Details of the person discharging managerial responsibilities / person closely associated						
a)	Name	Sarah Armstrong					
2	Reason for the notification						
a)	Position/status	Chief People 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 Identification code	Ordinary Shares of 20p each GB00B63H8491					
Transaction 1							
b)	Nature of the transaction	Vest of Shares received as part of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil</td><td>256,727</td></tr></table>		Price(s)	Volume(s)	Nil	256,727
Price(s)	Volume(s)						
Nil	256,727						
d)	Aggregated information - Aggregated volume - Price	256,727 Nil					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	Outside a trading venue					
Transaction 2							
b)	Nature of the transaction	Sale of Shares following the vesting of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr></table>		Price(s)	Volume(s)		
Price(s)	Volume(s)						

		7.668998	120,904
d)	Aggregated information - Aggregated volume - Price	120,904 7.668998	
e)	Date of the transaction	12 March 2025	
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)	

1	Details of the person discharging managerial responsibilities / person closely associated						
a)	Name	Simon Burr					
2	Reason for the notification						
a)	Position/status	Group Director - ET&S					
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 Identification code	Ordinary Shares of 20p each GB00B63H8491					
Transaction 1							
b)	Nature of the transaction	Vest of Shares received as part of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table border="1"> <tr> <td>Price(s)</td> <td>Volume(s)</td> </tr> <tr> <td>Nil</td> <td>38,583</td> </tr> </table>		Price(s)	Volume(s)	Nil	38,583
Price(s)	Volume(s)						
Nil	38,583						
d)	Aggregated information - Aggregated volume - Price	38,583 Nil					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	Outside a trading venue					
Transaction 2							
b)	Nature of the transaction	Sale of Shares following the vesting of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table border="1"> <tr> <td>Price(s)</td> <td>Volume(s)</td> </tr> <tr> <td>7.668998</td> <td>18,171</td> </tr> </table>		Price(s)	Volume(s)	7.668998	18,171
Price(s)	Volume(s)						
7.668998	18,171						
d)	Aggregated information - Aggregated volume - Price	18,171 7.668998					
e)	Date of the transaction	12 March 2025					

f)	Place of the transaction	London Stock Exchange, Main Market (XLON)
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1	Details of the person discharging managerial responsibilities / person closely associated						
a)	Name	Chris Cholerton					
2	Reason for the notification						
a)	Position/status	Group President					
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 Identification code	Ordinary Shares of 20p each GB00B63H8491					
Transaction 1							
b)	Nature of the transaction	Vest of Shares received as part of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil</td><td>364,381</td></tr></table>		Price(s)	Volume(s)	Nil	364,381
Price(s)	Volume(s)						
Nil	364,381						
d)	Aggregated information - Aggregated volume - Price	364,381 Nil					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	Outside a trading venue					
Transaction 2							
b)	Nature of the transaction	Sale of Shares following the vesting of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>7.668998</td><td>171,603</td></tr></table>		Price(s)	Volume(s)	7.668998	171,603
Price(s)	Volume(s)						
7.668998	171,603						
d)	Aggregated information - Aggregated volume - Price	171,603 7.668998					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)					

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Nikki 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 allowance market participant, auction platform, auctioneer or auction	

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 Identification code	Ordinary Shares of 20p each GB00B63H8491					
Transaction 1							
b)	Nature of the transaction	Vest of Shares received as part of the Rolls-Royce Long Term Incentive Plan Share Award					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil</td><td>1,084,061</td></tr></table>		Price(s)	Volume(s)	Nil	1,084,061
Price(s)	Volume(s)						
Nil	1,084,061						
d)	Aggregated information - Aggregated volume - Price	1,084,061 Nil					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	Outside a trading venue					
Transaction 2							
b)	Nature of the transaction	Sale of Shares following the vesting of the Rolls-Royce Long Term Incentive Plan Share Award					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>7.668998</td><td>510,530</td></tr></table>		Price(s)	Volume(s)	7.668998	510,530
Price(s)	Volume(s)						
7.668998	510,530						
d)	Aggregated information - Aggregated volume - Price	510,530 7.668998					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)					

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Mark Gregory
2	Reason for the notification	
a)	Position/status	General Counsel
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 Identification code	Ordinary Shares of 20p each GB00B63H8491
Transaction 1		

b)	Nature of the transaction	Vest of Shares received as part of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil</td><td>308,782</td></tr></table>		Price(s)	Volume(s)	Nil	308,782
Price(s)	Volume(s)						
Nil	308,782						
d)	Aggregated information - Aggregated volume - Price	308,782 Nil					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	Outside a trading venue					
Transaction 2							
b)	Nature of the transaction	Sale of Shares following the vesting of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>7.668998</td><td>145,419</td></tr></table>		Price(s)	Volume(s)	7.668998	145,419
Price(s)	Volume(s)						
7.668998	145,419						
d)	Aggregated information - Aggregated volume - Price	145,419 7.668998					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)					

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 Identification code	Ordinary Shares of 20p each GB00B63H8491	
Transaction 1			
b)	Nature of the transaction	Vest of Shares received as part of the Rolls-Royce Long Term Incentive Plan Share Award	
c)	Price(s) and volume(s)		
		Price(s)	Volume(s)
		Nil	850,760
d)	Aggregated information		

	- Aggregated volume	850,760				
	- Price	Nil				
e)	Date of the transaction	12 March 2025				
f)	Place of the transaction	Outside a trading venue				
Transaction 2						
b)	Nature of the transaction	Sale of Shares following the vesting of the Rolls-Royce Long Term Incentive Plan Share Award				
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>7.668998</td><td>400,659</td></tr></table>	Price(s)	Volume(s)	7.668998	400,659
Price(s)	Volume(s)					
7.668998	400,659					
d)	Aggregated information					
	- Aggregated volume	400,659				
	- Price	7.668998				
e)	Date of the transaction	12 March 2025				
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)				

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)	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						
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Transaction 1							
b)	Nature of the transaction	Vest of Shares received as part of the Rolls-Royce Incentive Plan					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil</td><td>261,540</td></tr></table>		Price(s)	Volume(s)	Nil	261,540
Price(s)	Volume(s)						
Nil	261,540						
d)	Aggregated information - Aggregated volume - Price	261,540 Nil					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	Outside a trading venue					
Transaction 2							
b)	Nature of the transaction	Sale of Shares following the vesting of the Rolls-Royce Incentive Plan					

c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>7.668998</td><td>123,171</td></tr></table>		Price(s)	Volume(s)	7.668998	123,171
Price(s)	Volume(s)						
7.668998	123,171						
d)	Aggregated information						
	- Aggregated volume	123,171					
	- Price	7.668998					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)					

Name of officer of issuer responsible for making notification: Nicola Carroll FCG

Date of notification: 14 March 2025

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