

**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.

<b>PDMR</b>	<b>Shares vested</b>	<b>Sale of Shares following the vesting</b>	<b>Shares retained</b>
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

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>					
a)	Name	Adam Riddle				
<b>2</b>	<b>Reason for the notification</b>					
a)	Position/status	President - Defence				
b)	Initial notification /Amendment	Initial notification				
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>					
a)	Name	Rolls-Royce Holdings plc				
b)	LEI	213800EC7997ZBLZJH69				
<b>4</b>	<b>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</b>					
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each  GB00B63H8491				
<b>Transaction 1</b>						
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>63,921</td> </tr> </tbody> </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				
<b>Transaction 2</b>						
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>£7.479218</td> <td>22,674</td> </tr> </tbody> </table>	Price(s)	Volume(s)	£7.479218	22,674
		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)				

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>					
a)	Name	Sarah Armstrong				
<b>2</b>	<b>Reason for the notification</b>					
a)	Position/status	Chief People Officer				
b)	Initial notification /Amendment	Initial notification				
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>					
a)	Name	Rolls-Royce Holdings plc				
b)	LEI	213800EC7997ZBLZJH69				
<b>4</b>	<b>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</b>					
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each GB00B63H8491				
<b>Transaction 1</b>						
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>256,727</td> </tr> </tbody> </table>	Price(s)	Volume(s)	Nil	256,727
		Price(s)	Volume(s)			
Nil	256,727					
d)	Aggregated information					
	- Aggregated volume	256,727				
	- Price	Nil				
e)	Date of the transaction	12 March 2025				
f)	Place of the transaction	Outside a trading venue				
<b>Transaction 2</b>						
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> </tr> </tbody> </table>	Price(s)	Volume(s)		
		Price(s)	Volume(s)			

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

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>						
a)	Name	Simon Burr					
<b>2</b>	<b>Reason for the notification</b>						
a)	Position/status	Group Director - ET&S					
b)	Initial notification /Amendment	Initial notification					
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>						
a)	Name	Rolls-Royce Holdings plc					
b)	LEI	213800EC7997ZBLZJH69					
<b>4</b>	<b>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</b>						
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each  GB00B63H8491					
<b>Transaction 1</b>							
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>38,583</td> </tr> </tbody> </table>		Price(s)	Volume(s)	Nil	38,583
Price(s)	Volume(s)						
Nil	38,583						
d)	Aggregated information						
	- Aggregated volume	38,583					
	- Price	Nil					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	Outside a trading venue					
<b>Transaction 2</b>							
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>7.668998</td> <td>18,171</td> </tr> </tbody> </table>		Price(s)	Volume(s)	7.668998	18,171
Price(s)	Volume(s)						
7.668998	18,171						
d)	Aggregated information						
	- Aggregated volume	18,171					
	- Price	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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<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>					
a)	Name	Chris Cholerton				
<b>2</b>	<b>Reason for the notification</b>					
a)	Position/status	Group President				
b)	Initial notification /Amendment	Initial notification				
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>					
a)	Name	Rolls-Royce Holdings plc				
b)	LEI	213800EC7997ZBLZJH69				
<b>4</b>	<b>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</b>					
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each GB00B63H8491				
<b>Transaction 1</b>						
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>364,381</td> </tr> </tbody> </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				
<b>Transaction 2</b>						
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>7.668998</td> <td>171,603</td> </tr> </tbody> </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)				

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Nikki Grady-Smith
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Chief Transformation Officer
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction</b>	

	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>					
a)	Name	Rolls-Royce Holdings plc				
b)	LEI	213800EC7997ZBLZJH69				
<b>4</b>	<b>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</b>					
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each GB00B63H8491				
<b>Transaction 1</b>						
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 border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>1,084,061</td> </tr> </tbody> </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				
<b>Transaction 2</b>						
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 border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>7.668998</td> <td>510,530</td> </tr> </tbody> </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)				

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Mark Gregory
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	General Counsel
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	Rolls-Royce Holdings plc
b)	LEI	213800EC7997ZBLZJH69
<b>4</b>	<b>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</b>	
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each GB00B63H8491
<b>Transaction 1</b>		

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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>308,782</td> </tr> </tbody> </table>		Price(s)	Volume(s)	Nil	308,782
Price(s)	Volume(s)						
Nil	308,782						
d)	Aggregated information						
	- Aggregated volume	308,782					
	- Price	Nil					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	Outside a trading venue					
<b>Transaction 2</b>							
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>7.668998</td> <td>145,419</td> </tr> </tbody> </table>		Price(s)	Volume(s)	7.668998	145,419
Price(s)	Volume(s)						
7.668998	145,419						
d)	Aggregated information						
	- Aggregated volume	145,419					
	- Price	7.668998					
e)	Date of the transaction	12 March 2025					
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)					

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>						
a)	Name	Helen McCabe					
<b>2</b>	<b>Reason for the notification</b>						
a)	Position/status	Chief Financial Officer					
b)	Initial notification /Amendment	Initial notification					
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>						
a)	Name	Rolls-Royce Holdings plc					
b)	LEI	213800EC7997ZBLZJH69					
<b>4</b>	<b>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</b>						
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each  GB00B63H8491					
<b>Transaction 1</b>							
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 border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>850,760</td> </tr> </tbody> </table>		Price(s)	Volume(s)	Nil	850,760
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				
<b>Transaction 2</b>						
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 border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>7.668998</td> <td>400,659</td> </tr> </tbody> </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)				

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>					
a)	Name	Rob Watson				
<b>2</b>	<b>Reason for the notification</b>					
a)	Position/status	President - Civil Aerospace				
b)	Initial notification /Amendment	Initial notification				
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>					
a)	Name	Rolls-Royce Holdings plc				
b)	LEI	213800EC7997ZBLZJH69				
<b>4</b>	<b>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</b>					
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 20p each GB00B63H8491				
<b>Transaction 1</b>						
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"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>261,540</td> </tr> </tbody> </table>	Price(s)	Volume(s)	Nil	261,540
Price(s)	Volume(s)					
Nil	261,540					
d)	Aggregated information					
	- Aggregated volume	261,540				
	- Price	Nil				
e)	Date of the transaction	12 March 2025				
f)	Place of the transaction	Outside a trading venue				
<b>Transaction 2</b>						
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)
		7.668998	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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