



Your ShareSave Maturity

Employee Brochure



International ShareSave

Your ShareSave is maturing

Congratulations!

You've been saving into the 2019 and/or 2021 ShareSave for 3 or 5 years, and you're about to get the benefits!

As a reminder:

- You've been saving a fixed amount each pay from your net pay for three years or five
- Your savings entitle you to Stock Appreciation Rights (SARs). These give you the right to receive the increase between the 15% discounted price at the start of ShareSave (the SAR offer price) and our share price at the end of the plan (the maturity price). This is called the SAR gain.

When the plan matures on 1 February 2025 you'll get your savings back, plus any SAR gain.

Due to local laws and restrictions, it works slightly differently depending on your location. Your SAR gain will be paid to you in February or March (dependent on payroll deadlines). Your savings account will be closed and your savings plus any interest (if applicable) will be returned to you. Where your local process is different you may need to close your account and take back your savings.

This guide takes you through everything you need to know. Read through it carefully so that you understand the next steps.

Thank you for being on the journey with us – we all have a part to play in our success.

We're making great progress on our journey to becoming the high performing, competitive, resilient and growing business we have the potential to be. This progress is reflected in our share price which has increased materially since the start of the plan(s). As a result, we're expecting colleagues who joined ShareSave to make a significant gain. Your SAR gain will depend on how much you saved, and our average share price at the end of the day for the three days from January 29 – 31 2025.

Your gain is a testament to our collective hard work and contribution to executing our strategy. We are delighted that you will have this opportunity to benefit from our combined success.

[#winningtogether](#)



We care for your financial wellbeing and want to align as many colleagues as possible to our Purpose.

Our transformation is changing not just the way we work, but the way we think and behave. We're moving from Sharesave to a new plan, to ensure our people will benefit as we deliver our strategy and continue to be a force for progress.

Look out for more details soon on *Your Shares: Matched!*

What to expect as you finish ShareSave

Your ShareSave savings are linked to our share price at the start of the plan, with a 15% discount applied.

For every £0.966 you saved as part of the 2021 plan and £2.322 for the 2019 plan, you're entitled to one Stock Appreciation Right (SAR).

Now that we've come to the end, you can benefit from the increase in our share price between the discounted price at the start of the plan and our share price at the end of the plan. This is called the SAR gain, and in most countries will be taxable.

The price at the end of the plan will be calculated using the average share price at the end of the day from 29 – 31 January 2025.

The more SARs you have, the higher your overall gain.

You'll also get your savings back in full – more information about how the savings will be returned will be communicated locally.



Our share price has increased significantly since the start of the plan, leading to a significant SAR gain.

What you need to do to...



Receive your SAR gain in your February or March pay (dependent on payroll deadlines)

You don't need to do anything! Your money will automatically be paid to you, minus any taxes and social security.



Receive your savings back

Where your savings account has been set up by your ShareSave co-ordinator, you do not need to do anything. Your account will automatically be closed and your savings, along with any interest earned (if applicable) will be returned to you as soon as possible. Where your local process is different, you may need to close your account and take back your savings.

Did you miss any payments?



If you have missed any monthly payments, the number of SARs you get at the end of the plan will be less than originally granted to you. This will reflect the number of missed payments and means that the amount you get out of your plan will also be less.

If you have missed more than twelve monthly payments, your SARs lapse and you will not be entitled to any SAR gain payment.

See Support on [page 8](#).

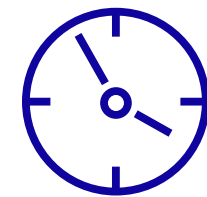
Key dates

Here's what you can expect



Final contribution

December 2024
You make your last contribution to ShareSave



End of contract

February 1, 2025
Your ShareSave contract officially ends



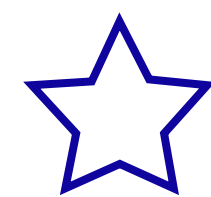
Information

February 3, 2025
We'll send you confirmation of the ShareSave maturity price



Receive your payment

February / March 2025
You'll receive your SAR gain, minus any applicable taxes (dependent on payroll deadlines)



Savings

February / March 2025
Your savings account will be closed and your savings plus any interest (if applicable) will be returned to you. Where your local process is different you may need to close your account and take back your savings.

Janey's story

Janey joined our ShareSave in 2021. This is what she can expect to happen as ShareSave finishes.



1

Janey decided to save an amount each month

£50

4

She now has the right to SARs

1,863

£1,800 savings ÷ £0.966 SAR offer price

7

This gives her a total profit of

£7,515

£4.034 profit per SAR x 1,863 SARs

This amount is subject to tax and social security

2

Over the 3 years, Janey saved

£1,800

£50 x 3 years

5

Example share price at maturity (to be confirmed on February 3)

£5.00

8

Janey also gets all her savings back

£1,800

This amount is **not** subject to tax and social security

3

SAR offer price when Janey joined ShareSave

£0.966

6

For each SAR she has the right to, she will receive

£4.034

£5.00 current Rolls-Royce share price - £0.966 per SAR

9

In total, Janey will receive (minus tax)

£9,315

£7,515 SAR gain + £1,800 savings

Q&A

Receiving your money

How much money will I receive?

The amount you receive depends on how much you've saved each pay, and the increase in our share price since you joined ShareSave (see the example on p5). This is based on our average share price at the end of the day between 29 – 31 January 2025 – known as the maturity price. We'll be in touch on 3 February 2025 to let you know what this is.

When will I receive the money?

You'll receive your money in two ways. Your SAR gain will be paid in your February or March payroll (depending on payroll deadlines) minus any applicable taxes.

Your savings account will be closed and your savings plus any interest (if applicable) will be returned to you. Where your local process is different you may need to close your account and take back your savings.

What if I leave Rolls-Royce before the maturity date?

If you leave us for any of the reasons below, your savings will be returned to you and any SAR gain will be calculated based on the SAR offer price and our company share price when you leave:

- Redundancy
- Retirement
- Injury or disability
 - Business transferring out the Rolls-Royce Group
- Mutual agreement (except where it is agreed that SARs will lapse)

If you leave for any other reason, your SARs lapse and you will not be entitled to any SAR gain payment. Your account will be closed and your savings plus any interest earned (if applicable) will be returned to you.

Could I get back less money than I put in?

Your savings are safe – you will get those back, in full. You will also benefit from an increase in our share price during ShareSave. Although the final price will be decided between 29 – 31 January 2025, we are expecting it to be a significant increase – meaning you will receive a significant gain.

Are there any costs?

You'll get back your savings in full. Your SAR gain will be calculated in British pounds and transferred into local currency using the exchange rate on 31 January 2025 and will be subject to local taxes.

During your savings

I missed payments during the savings period.

Can I make up these missed payments?

Unfortunately, this isn't possible.

I moved to another country since joining ShareSave, but I still work for Rolls-Royce.

What will that mean for me?

If you moved to another country and there was no break in your service, you should have continued to

save into ShareSave. We'll work with your local HR team to ensure that your savings have been made in full. The Global Mobility Team will manage the payments to ensure tax compliance in both locations

Tax

How much tax will I need to pay?

Any taxes due will be managed through your local payroll. Depending on your location, you may need to complete an end of year tax return. You can find information on tax rules in your country by going to the Resources section of Your Shares Hub.

We're not allowed to give financial, tax or investment advice, so if you're in any doubt, we recommend that you consult a personal tax advisor about possible tax implications.

How do I pay my tax?

You don't need to do anything. We will manage this automatically through payroll.

What happens next

Can I join ShareSave again?

This was our final ShareSave. However, we will be launching a new scheme to allow colleagues around the world to own Rolls-Royce shares.

Look out for further information on *Your Shares: Matched* in 2025.

Useful terms to know

We've kept the information in this brochure clear by using plain English wherever possible.

However, you may come across these terms throughout your ShareSave journey, so we've provided the definitions to help you understand:



Equiniti

Our ShareSave administrator.

Maturity price

The value of our average share price at the end of the day between 29 – 31 January 2025.

Stock Appreciation Right (SAR)

The right to receive the increase in share price between the 15% discounted price at the start of the plan (the SAR offer price) and our share price at the end of the plan (the maturity price).

SAR gain

This is your ShareSave profit and the amount of money you'll get from each SAR. This is calculated as the difference between the discounted price set at the start of ShareSave (the SAR offer price) and the maturity price (our share price at the end of the plan).

SAR offer price

The price that was set at start of ShareSave, with a 15% discount applied. For the 3 year ShareSave this was £0.966, and for the 5 year plan £2.322.

ShareSave

Our all-employee share plan allowed our colleagues to share in our collective success by benefitting from the increase in our share price.

Your Shares: Matched

Our new all-employee share plan, which will give our colleagues the opportunity to own Rolls-Royce shares.

Need further support?

We hope you've enjoyed being involved in ShareSave and are excited about benefitting from our collective success. If you have any questions that haven't been answered here, you can find out more and reach out for support.

Information

Your Shares Hub is the first place to go for any information and support. Simply choose your country and then choose 'ShareSave'. Visit shareplans.rolls-royce.com

Support

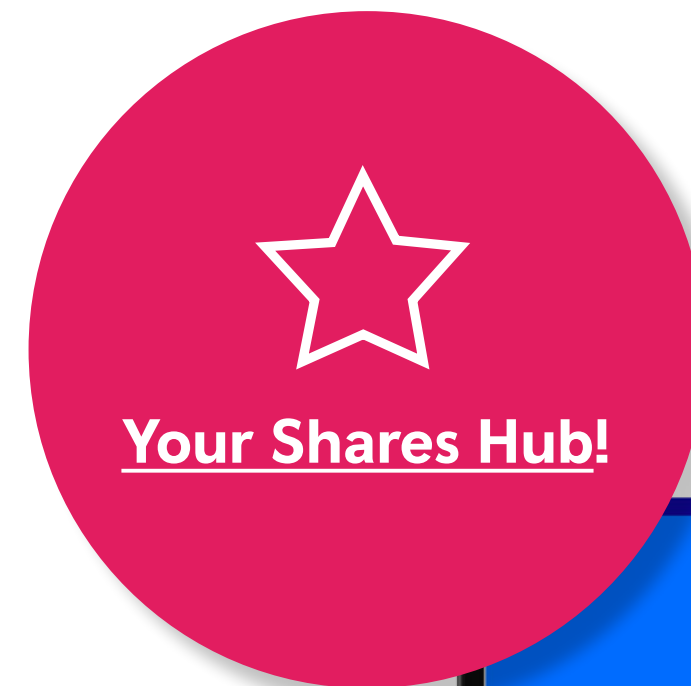
For help accessing your share plan account, please contact our administrators Equiniti:

Tel: **+44 (0) 333 207 6388**

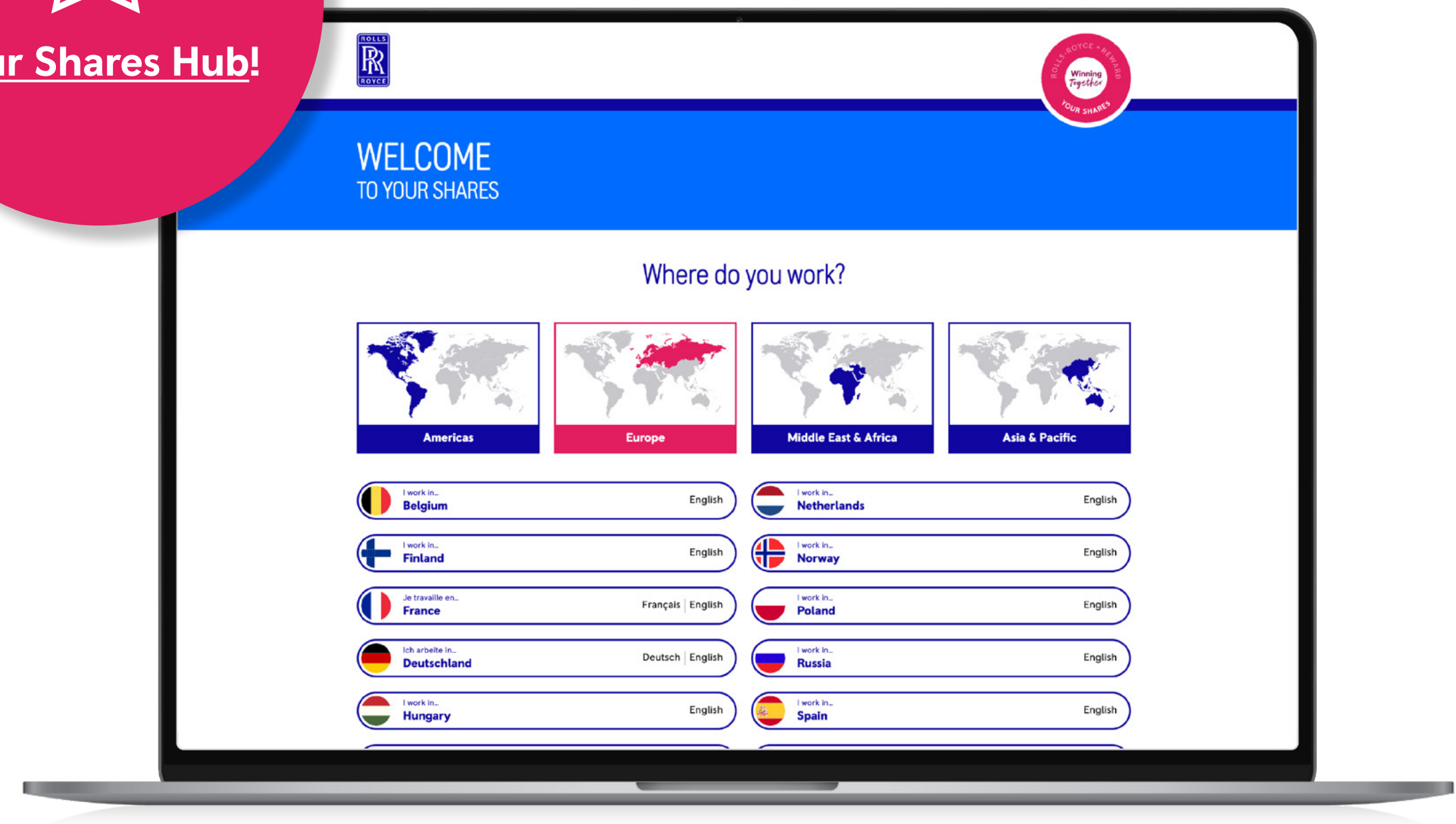
E-mail: myshareplan@equiniti.com

For general questions go to shareplans.rolls-royce.com.
Navigate to 'ShareSave maturity' and then 'support'.

This brochure is a general guide to how ShareSave works. The plan is governed by the Rolls-Royce International ShareSave plan rules, which you can find on Your Shares Hub. If there are any differences between this brochure and the ShareSave Rules or applicable legislation, the ShareSave Rules and applicable legislation will take precedence.



Your Shares Hub!



Data Privacy

We take processing your personal data very seriously. You can find information about how we handle your data, and your rights in relation to it, in our Share Plans Privacy Notice. You can find this on Your Shares Hub.