



SW 107041192

UBS Financial Services Inc.
One State Street
Suite 1600
Hartford, CT 06103

ubs.com/fs

Request

Eileen Drake

1425 Via Galicia

Pls Vrms Est, CA 90274-2864

Please sign and return this Rule 144 Seller's Representation Letter for Affiliates

Please review and complete the information below, and sign and return this letter to your Financial Advisor, Jesse G. Fable at the address listed above.

Representations and Agreements

In connection with my order to you to sell 39,711 shares of AJRD-Aerjet Rocketdyne (the Company), as broker or dealer for my account as permitted by Rule 144 under the Securities Act of 1933, I confirm that:

- During the three months prior to the date of this letter, a total of 0 shares of the above security have been sold by me and by any person whose sales must be aggregated with mine as provided in paragraphs (a) and (e) of Rule 144. Neither I, nor to the best of my knowledge any person whose shares must be aggregated with mine, intend to sell any additional shares within the next three months (other than as follows: _____).
- I am an affiliate of the Company as defined in Rule 144(a)(1).
- The number of shares which I have ordered you to sell as broker or dealer for my account, combined with the number of shares noted in paragraph (1) above, does not exceed the greater of:
 - 1% of the outstanding shares of the class of security, as shown by the most recent report or statement published by the Company, or
 - if the security is listed on a national securities exchange and/or NASDAQ, the average weekly reported volume of trading of the security on all national securities exchanges and/or NASDAQ during the four calendar weeks preceding my filing of the Form 144 Notice with the Securities and Exchange Commission (SEC) or, if no notice is required, preceding the receipt of this sell order.
- I have not agreed to act in concert with any other person in connection with my proposed sale.
- I have made arrangements to ensure that three executed copies of Form 144 are filed with the SEC, and one copy is filed with the principal stock exchange, if any, where the Securities are traded. I have completed such Form 144 and to the best of my knowledge, the statements made on such Form 144 are complete, true and correct, and I will advise you of any change prior to the execution of my order. It is my *bona fide* intention to sell subject shares within a reasonable time after the filing of the Form 144 and/or receipt of this sell order. If shares have not been

Continued from previous page ...

sold within 90 days of such date, I understand that a new filing will be required.

6. The Company has filed the required periodic reports with the SEC as described in Rule 144 (c)(1).
7. If the securities being sold are "restricted securities" as defined in Rule 144(a)(3), I confirm that I have been the beneficial owner of such securities for a period of six (6) months as provided in paragraph (d) of the Rule.
8. I have not solicited nor arranged for the solicitation of any orders to buy in anticipation of, or in connection with, my proposed sale and I will not do so. I have made no payment to any other person in connection with your execution of my order.
9. I agree to take all steps necessary to effect the timely transfer into deliverable form by the transfer agent of the certificates which I have delivered to you in connection with the proposed sale of any restricted securities. I understand that payment of the proceeds will be delayed until the shares are transferred and delivered free of restriction into UBS Financial Services Inc.'s name.
10. I know of no material development affecting the Company or its business or products which has not been made public.

I certify that the information furnished above is correct and complete to the best of my knowledge, information and belief and in the event that any of the information furnished ceases to be accurate or complete, I will promptly notify UBS Financial Services Inc. in writing.


Signature of Seller

Eileen Drake
Print

8/11/2022
Date

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

OMB APPROVAL		OMB Number: 3235-0101	
Expires: June 30, 2020		Estimated average burden hours per response 1.00	
SEC USE ONLY		DOCUMENT SEQUENCE NO.	
CUSIP NUMBER		WORK LOCATION	
1 (a) NAME OF ISSUER (Please type or print)		(b) S.E.C. FILE NO.	
Aerojet Rocketdyne Holdings Inc. Common (AJRD)		1-01520	
1 (d) ADDRESS OF ISSUER		STATE ZIP CODE	
222 N Sepulveda Boulevard		CA 90245	
2 (a) NAME OF PERSON FOR WHOM ACCOUNT THE SECURITIES ARE TO BE SOLD		(b) RELATIONSHIP TO ISSUER	
Eileen P Drake		CEO, President	
(c) ADDRESS STREET		CITY	
1425 Via Galicia		Pls Vrd's Est CA 90274	
(d) TELEPHONE NO.		AREA CODE NUMBER	
310		252-8100	

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC. USE ONLY		(c) Number of Shares or Other Units To Be Sold (See Instr. 3(c))	(d) Aggregate Market Value (See Instr. 3(d))	(e) Number of Shares or Other Units Outstanding (See Instr. 3(e))	(f) Approximate Date of Sale (See Instr. 3(f)) (MO. DAY YR.)	(g) Name of Each Securities Exchange (See Instr. 3(g))
Common	UBS Financial Services Inc. One State Street - Suite 1600 Hartford, CT 06103	Broker-Dealer File Number		39,741	1,658,130.84	80,437,575	8/11/2022	NYSE

INSTRUCTIONS:

- (a) Name of issuer

(b) Issuer's I.R.S. Identification Number

(c) Issuer's S.E.C. file number, if any

(d) Issuer's address, including zip code

(e) Issuer's telephone number, including area code
- (a) Name of person for whose account the securities are to be sold

(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)

(c) Such person's address, including zip code
- (a) Title of the class of securities to be sold

(b) Name and address of each broker through whom the securities are intended to be sold

(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)

(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice

(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer

(f) Approximate date on which the securities are to be sold

(g) Name of each securities exchange, if any, on which the securities are intended to be sold

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common	03/20/22	PSU Private Transaction Performance Awards	Aerojet Rocketdyne	39711	N/A	N/A

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
None				

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

DATE OF NOTICE
8/11/2022

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,
IF RELYING ON RULE 10b5-1

SIGNATURE

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

Branch Checklist for Verbal Approvals

Account Number HG47734

Date: 8/11/22

Name of Security to be Sold: Aerojet Rocketdyne Holdings Inc.

Number of Shares to be Sold: 39,711

Branch has Contacted Legal Counsel or Company Contact to Verify:

a) Issuer current in their 10-K or 10-Q filings with the SEC	yes <input checked="" type="checkbox"/>	no <input type="checkbox"/>
b) Trading Window open for the Seller	yes <input checked="" type="checkbox"/>	no <input type="checkbox"/>
c) Was issuer a "Shell" company within the past 12 months (If yes, Rule 144 is not yet available)	yes <input type="checkbox"/>	no <input checked="" type="checkbox"/>
Branch will file on date of approval:		
Form 144 filed with SEC (1 original + 2 copies) (if no original in hand, SEC will accept 3 copies)	yes <input checked="" type="checkbox"/>	no <input type="checkbox"/>
Form 144 filed with NYSE (1 copy)	yes <input checked="" type="checkbox"/>	no <input type="checkbox"/>
Form 144 filed with NASDAQ (1 copy)	yes <input type="checkbox"/>	no <input type="checkbox"/>
Branch will verify: Prospectus Sale _____ (indicate effective date of Reg. Statement)		

Name/Title of Individual Contacted : Joseph Chontos

Tel / Fax for Individual Contacted: (T) _____ (F) joseph.chontos@rocket.com

Address: Aerojet Rocketdyne, 222 N. Sepulveda Blvd., Suite 500, El Segundo, CA 90245

Verbal Approval Requested By: Jesse Fable (T) 860-727-1570

Branch Manager's Signature: 

ADDRESS TO SEND FORM 144 (PER SEC, MUST BE FILED SAME DAY THE TRADE IS PLACED):

(Securities Exchange Commission (SEC) = 1 original + 2 copies; Exchanges = 1 copy):

If original Form 144 is not in hand on trade date, SEC accepts 3 copies

The Securities and Exchange Commission

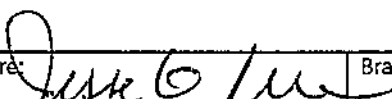

100 F Street, N.E.
Washington, DC 20549
Attention: Form 144

The New York Stock Exchange

Attn: File Room - Form 144
11 Wall Street, 5th Floor
New York, NY 10005

The NASDAQ Stock Market

Per Nasdaq, e-mail copy of the Form 144 to: secfilings@nasdaq.com AND CC: dl-wma-restrictedsales@ubs.com

Financial Advisor's Worksheet for Restricted Securities Transactions		Financial Advisor: Jesse G. Fable Team Associate: Diane Fannon & Shauna Schiche		Phone 860-727-1570	
1. Seller's /Transferor's Name EPD 2018 Trust - Eileen P. Drake Trustee		Account Number HG47734		Date 8/11/22	
2. Issuer (Name of Stock) Aerojet Rocketdyne Holdings Inc. Common				Stock Symbol AJRD	
3. No. of Shares Owned* 214,000		* Total number of shares owned by client and members of household (including holdings in trusts, corporations, partnerships and other controlled entities)			
4. No. of Shares to be Sold/Transferred 39,711		Price 41.56	Approx. Value 1,650,130.84	Where Traded NYSE	Are We a Market Maker? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
5. Is Client Presently, or Was Client in the Past 3 Months a Control Person (e.g., Officer, a Director, an Employee or Large Shareholder) or a Family Member of a Control Person? <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO If "Yes," indicate title:					
<p><i>Rule 144(f) precludes the soliciting or arranging for the solicitation of orders to buy the restricted securities in anticipation of or in connection with the sale of such restricted securities.</i></p> <p>A. Have you or do you intend to, solicit or arrange for the solicitation of the purchase of the Rule 144 stock that you are seeking approval to sell? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO If "Yes," then this sale is not permissible. You may not sell the stock. Do not proceed further.</p> <p>B. Is this an OTC or NASDAQ listed security? <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO If "Yes," proceed to Question C. If "No," then stop here; you may submit this form for approval.</p> <p>C. Do you have any pending open orders to purchase the shares of the stock that you are seeking approval to sell, or any orders to purchase unrestricted shares of the stock? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO If "Yes," then you may not sell the stock at this time; you must wait until your pending buy order has been executed or cancelled by the client, and must execute an updated form at that time. If "No," you may submit this form for approval.</p>					
6. If Stock is to be Used for Margin/Credit Line: (If not, go to Item 7)					
A. Number of shares requesting to be collateralized: _____					
B. Number of shares sold during past three months: _____					
7. How were shares acquired? (Select Sub-section that is Applicable) PSU					
A. If option stock or other employee stock plan:					
Title of Plan Aerojet Rocketdyne		Date Stock was Granted 3/2/20		Date Stock was Exercised N/A	
B. If gift:					
Date of Gift	Name of Donor	How and When Donor Acquired Shares			
C. If merger or acquisition:					
Date of Merger	Client's Position with Acquired Company		Name of Company that was Acquired		
D. If private transaction:					
Nature of Transaction				Date of Transaction	
Were Shares Purchased from the Issuer or an Affiliate of the Issuer?		If No, How and When Original Owner Acquired Shares			
E. If open market purchase (Note, open market purchase by affiliate warrants 144 filing)					
Date Acquired		Number of Shares Acquired			
Additional Comments:					
Financial Advisor Signature: 			Branch Manager Signature: 		

NOTE: By signing this form, the Financial Advisor and Branch Manager affirm that the CAL screen is current and is consistent with any representations provided by the client that might reflect potential affiliate/control issues as outlined above.

