FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person:
BOEHLE DANIEL L.

________________________

(Street)

________________________

(City)

________________________

(State)

________________________

(Zip)

2. Issuer Name and Ticker or Trading Symbol:
AEROJET ROCKETDYNE HOLDINGS, INC. [ AJRD ]

3. Date of Earliest Transaction (Month/Day/Year):
12/23/2020

4. If Amendment, Date of Original Filed:

5. Relationship of Reporting Person(s) to Issuer

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person
Form filed by More than One Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

/\ Security Code (Instr. 4)

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

7. Nature of indirect Beneficial Ownership (Instr. 4)

<table>
<thead>
<tr>
<th>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</th>
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</thead>
<tbody>
<tr>
<td>1. Title of Security (Instr. 3)</td>
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<tr>
<td>Common Stock</td>
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<tr>
<th>Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)</th>
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<tbody>
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<td>1. Title of Derivative Security (Instr. 3)</td>
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<td>Stock Appreciation Rights</td>
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Explanation of Responses:
1. On February 27, 2018, the Reporting Person was granted 4,379 stock appreciation rights ("SARs") with an exercise date of February 27, 2021. On December 19, 2020, the Organization & Compensation Committee of the Issuer's Board of Directors (the "Committee") approved the acceleration of vesting of the Reporting Person's SARs that would have vested on February 27, 2021, in connection with the transaction with Lockheed Martin as reported on the Issuer's Form 8-K filed on December 21, 2020 (the "Form 8-K").

2. On February 28, 2019, the Reporting Person was granted 3,140 SARs with an exercise date of February 28, 2022.

Remarks:

/\ Rebecca A. Bauer, attorney-in-fact for Daniel L. Boehle

12/29/2020

** Signature of Reporting Person Date

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.