RYANAIR HOLDINGS PLC Form 6-K September 01, 2009

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934

For the month of August, 2009

RYANAIR HOLDINGS PLC

(Translation of registrant's name into English)

c/o Ryanair Ltd Corporate Head Office Dublin Airport County Dublin Ireland

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F..X.. Form 40-F.....

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No ..X..

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-_____

Ryanair Holdings plc ('Ryanair')

TOTAL VOTING RIGHTS

In conformity with Regulation 20 of the Transparency (Directive 2004/109 EC) Regulations 2007, Ryanair announces that as of 31 August 2009:

Ryanair's issued share capital consists of 1,476,733,901 Ordinary Shares of nominal value €0.00635 each with voting rights. Ryanair does not hold any Ordinary Shares in treasury. Therefore, the total number of voting rights in Ryanair is 1,476,733,901.

The above figure may be used by shareholders as a denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, Ryanair under the Transparency (Directive 2004/109/EC) Regulations 2007 and the Interim Transparency Rules of the Financial Regulator.

Juliusz Komorek

Company Secretary

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

RYANAIR HOLDINGS PLC

Date: 31 August 2009

By:___/s/ Juliusz Komorek____

Juliusz Komorek Company Secretary

A \$ 18.8356 21,545 D $\stackrel{(1)}{}$ Common Stock08/02/2005 S 500 D \$ 59.51 21,045 D $\stackrel{(1)}{}$ Common Stock08/02/2005 S 707 D \$ 59.5 20,338 D $\stackrel{(1)}{}$ Common Stock08/02/2005 M 3,793 A \$ 22.6636 24,131 D $\stackrel{(1)}{}$ Common Stock08/02/2005 S 93 D \$ 59.5 24,038 D $\stackrel{(1)}{}$ Common Stock08/02/2005 S 1,200 D \$ 59.46 22,838 D $\stackrel{(1)}{}$ Common Stock08/02/2005 S 2,500 D \$ 59.456 20,338 D $\stackrel{(1)}{}$

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

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 control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactio Code (Instr. 8) | 5. Number out Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 1 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---|---|--------------------------------------|---|--|--|--|---|---|
| | | | | | | | | Amount |

Date Exercisable Expiration Date Title or Number of

Code V (A) (D)

Shares

| Stock Option (right to buy) | \$ 18.8356 | 08/02/2005 | M | 1,207 | 12/01/2000(2) | 12/01/2009 | Common Stock | 1,207 |
|-----------------------------|------------|------------|---|-------|---------------|------------|-----------------|-------|
| Stock Option (right to buy) | \$ 22.6636 | 08/02/2005 | M | 3,793 | 12/05/2002(3) | 12/05/2011 | Common Stock | 3,793 |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

FEARS DOUGLAS E 1437 SOUTH BOULDER AVE.

Vice President & CFO

TULSA, OK 74119

Signatures

/s/ Jonathan M. Cinocca, by Power of Attorney for Douglas E. Fears 08/03/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations, See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 141 shares held indirectly in the reporting person's 401(k) account.
- (2) These options were granted under the Helmerich & Payne, Inc. 1996 Stock Incentive Plan on 12/01/1999 at an exercise price of \$24.75, or \$18.8356 post spin-off. These options vested over 4 years in 25% increments. The noted date represents the first date options vested.
 - These options were granted under the Helmerich & Payne, Inc. 2000 Stock Incentive Plan on 12/05/01 at an exercise price of \$29.78,
- (3) which became \$22.6636 post-spinoff. These option vest over 4 years in 25% increments. The noted dates represents the date options first begin to vest.

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

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