

Director/PDMR Shareholding

RNS Number : 9728T
Ocado Group PLC
01 April 2016

DIRECTOR/PDMR SHAREHOLDING
OCADO GROUP PLC

1 April 2016

Director/PDMR Notification

Ocado Long-Term Incentive Plan

Ocado Group plc ("the Company") makes the following announcement regarding director participation in the Ocado Long-Term Incentive Plan ("LTIP").

The LTIP is the primary long-term incentive for the Executive Directors and was approved by shareholders at the Company's Annual General Meeting on 10 May 2013.

Notification is given relating to LTIP awards originally granted on 23 July 2013. In accordance with the Rules of the LTIP, the LTIP awards in respect of 2,832,316 ordinary shares of 2 pence each, have vested.

The LTIP awards vested on 31 March 2016 given the applicable vesting conditions had been met. As noted on page 103 of the Company's annual report and accounts for the 52 weeks ended 29 November 2015, achievement against the relevant LTIP award performance condition was 100% for the performance period.

Further to the vesting, 1,331,190 ordinary shares were sold on 31 March 2016, to finance the associated tax and national insurance contribution liabilities of the Executive Directors, at 294 pence per ordinary share. Details are as set out below. No payment by the Executive Directors was required for the grant of the LTIP awards or issue of ordinary shares on vesting.

After the transactions set out above, the beneficial holdings of Directors, including their connected persons, in the ordinary shares of Ocado Group plc have increased as follows:

	Number of shares vested at 31 March 2016	Number of shares sold	Number of shares retained	Percentage of shares retained	Total number of shares held ¹	Total percentage of issued share capital ¹
Tim Steiner Duncan	1,371,951	644,817	727,134	53%	29,499,918	4.70%
Tatton- Brown	685,975	322,409	363,566	53%	524,546	0.08%
Mark Richardson	469,512	220,671	248,841	53%	252,007	0.04%

Neill	304,878	143,293	161,585	53%	2,075,059	0.33%
Abrams						

¹ The total shareholding of the Directors includes that of their connected persons and excludes any interests, options and awards under the Company's Long Term Incentive Plan, Sharesave, 2001 Executive Share Option Scheme, 2014 Executive Share Option Scheme, Joint Share Ownership Scheme and Growth Incentive Plan.

The transactions took place in the UK on 31 March 2016 and the Directors and the Company being notified on 1 April 2016. This announcement is made in accordance with Disclosure and Transparency Rules 3.1.2R and 3.1.3.

Further information concerning each Director's retained conditional awards under the LTIP, as well as other interests in shares and share schemes are set out in the Company's annual report and accounts for the 52 weeks ended 29 November 2015, except as otherwise amended by a subsequent announcement.

Sale and repurchase of shares for investment into an Individual Savings Account (ISA)

The Company announces that it received notification on 1 April 2016, pursuant to Disclosure and Transparency Rule 3.1.2R, that Duncan Tatton-Brown, an Executive Director of Ocado, had sold 5,119 Ocado ordinary shares of 2p each at a price of 297.77 pence per share and subsequently on the same day, purchased 5,085 shares at a price of 297.96 pence per share for the purpose of investing the shares in an ISA. Duncan Tatton-Brown has beneficial ownership of these 5,085 Ocado shares.

At the same time, Duncan Tatton-Brown's spouse, Kate Tatton-Brown, sold 5,179 Ocado ordinary shares of 2p each at a price of 294.30 pence per share and subsequently on the same day, purchased 5,139 shares at a price of 294.80 pence per share for the purpose of investing the shares in an ISA. Kate Tatton-Brown has beneficial ownership of these 5,139 Ocado shares.

As a result of these transactions, Duncan Tatton-Brown holds direct and indirect interests in 524,472 Ocado shares, representing 0.08% of Ocado's issued share capital.

For the purposes of DTR 3.1.3 both the sales and repurchase transactions took place in the UK on 31 March 2016.

Enquiries:

Company Secretary
Ocado Group plc
Titan Court
3 Bishops Square
Hatfield Business Park
Hatfield, Hertfordshire AL10 9NE
Fax: +44 (0)1707 227 997
email: company.secretary@ocado.com

This information is provided by RNS
The company news service from the London Stock Exchange

END

RDSUAANRNAASRAR