

Holding(s) in Company

,

RNS Number : 7418U
Ocado Group PLC
04 December 2013

For filings with the FCA include
the annex
For filings with issuer exclude
the annex

TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARESⁱ

| | |
|---|-----------------------------------|
| 1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached: ⁱⁱ | Ocado Group plc |
| 2 Reason for the notification (please tick the appropriate box or boxes): | |
| An acquisition or disposal of voting rights | X |
| An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached | |
| An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments | |
| An event changing the breakdown of voting rights | |
| Other (please specify): | |
| 3. Full name of person(s) subject to the notification obligation: ⁱⁱⁱ | The Capital Group Companies, Inc. |

| | |
|---|------------------|
| 4. Full name of shareholder(s) (if different from 3.): ^{iv} | See Schedule A |
| 5. Date of the transaction and date on which the threshold is crossed or reached: ^v | 18 November 2013 |
| 6. Date on which issuer notified: | 19 November 2013 |
| 7. Threshold(s) that is/ are crossed or reached: ^{vi, vii} | Above 4% |

8. Notified details:

A: Voting rights attached to shares ^{viii, ix}

| Class/type of shares if possible using the ISIN CODE | Situation previous to the triggering transaction | | Resulting situation after the triggering transaction | | | |
|---|--|-------------------------|--|-------------------------|-------------------------|--------------------|
| | Number of Shares | Number of Voting Rights | Number of shares | Number of voting rights | | % of voting rights |
| | | | Direct | Direct ^{xi} | Indirect ^{xii} | Direct |
| Ordinary Shares (GB00B3MBS747) | 23,154,013 | 23,154,013 | | | 27,279,396 | |

B: Qualifying Financial Instruments

Resulting situation after the triggering transaction

| Type of financial instrument | Expiration date ^{xiii} | Exercise/ Conversion Period ^{xiv} | Number of voting rights that may be acquired if the instrument is exercised/ converted. | % of voting rights |
|------------------------------|---------------------------------|--|---|--------------------|
| | | | | |

C: Financial Instruments with similar economic effect to Qualifying Financial Instruments ^{xv, xvi}

Resulting situation after the triggering transaction

| Type of financial instrument | Exercise price | Expiration date ^{xvii} | Exercise/ Conversion period ^{xviii} | Number of voting rights instrument refers to | % of voting rights ^{xix} |
|------------------------------|----------------|---------------------------------|--|--|-----------------------------------|
| | | | | | Nominal value |
| | | | | | |

| | |
|--------------------------------|------------------------------------|
| Total (A+B+C) | |
| Number of voting rights | Percentage of voting rights |
| 27,279,396 | 4.4159% |

| |
|---|
| 9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable: ^{xxi} |
| See Schedule A |

| | |
|---|--|
| Proxy Voting: | |
| 10. Name of the proxy holder: | |
| 11. Number of voting rights proxy holder will cease to hold: | |
| 12. Date on which proxy holder will cease to hold voting rights: | |

| | |
|--------------------------------------|--|
| 13. Additional information: | |
| 14. Contact name: | |
| 15. Contact telephone number: | |

Schedule A

As of 18 November 2013

Ocado Group plc

Number of Percent of

Shares Outstanding

| | | |
|--|-------------------|---------------|
| <u>The Capital Group Companies, Inc. ("CG")</u> | | |
| <u>holdings</u> | 27,279,396 | 4.416% |

Holdings by CG Management Companies and Funds:

- Capital Guardian Trust
Company
15,383,950 2.490%

- Capital International
Limited
91,411 0.015%

- Capital International
SÁrl
80,300 0.013%

- Capital Research and Management
Company
1.898% 11,723,735

The company news service from the London Stock Exchange

END

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