

**Director/PDMR Shareholding**

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RNS Number : 0224P  
 Ocado Group PLC  
 27 September 2011

**Annex DTR3**

**Notification of Transactions of Directors/Persons  
 Discharging Managerial Responsibility and Connected  
 Persons**

**All relevant boxes should be completed in block capital letters.**

1.	<b>Name of the issuer</b>  OCADO GROUP PLC	2.	<b>State whether the notification relates to (i) a transaction notified in accordance with DTR 3.1.2 R, (ii) a disclosure made in accordance with LR 9.8.6R(1) or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006).</b>  (I) TRANSACTION NOTIFIED IN ACCORDANCE WITH DTR 3.1.2R
3.	<b>Name of person discharging managerial responsibilities/director</b>  Jorn Rausing	4.	<b>State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person</b>  Notification relates to Hamilton Trust Company Limited as trustee of the Apple II Trust, being a connected person
5.	<b>Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest</b>  4 above	6.	<b>Description of shares (including class), debentures or derivatives or financial instruments relating to shares</b>  Ordinary shares of 2p each
7.	<b>Name of registered shareholders(s) and, if more than one, the number of shares held by each of them</b>  Bank Julius Baer & Co. Ltd as nominee for Hamilton	8.	<b>State the nature of the transaction</b>  Acquisition of ordinary shares

	Trust Company Limited as trustee of the Apple II Trust		
9.	<b>Number of shares, debentures or financial instruments relating to shares acquired</b>  600,000	10.	<b>Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)</b>  0.11%
11.	<b>Number of shares, debentures or financial instruments relating to shares disposed</b>  None	12.	<b>Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)</b>  None
13.	<b>Price per share or value of transaction</b>  £1.0479 per share	14.	<b>Date and place of transaction</b>  21 SEPTEMBER 2011, London
15.	<b>Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)</b>  Indirect - 61,880,100 Ordinary Shares (11.08%)	16.	<b>Date issuer informed of transaction</b>  26 SEPTEMBER 2011

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17.	<b>Date of grant</b>	18.	<b>Period during which or date on which exercisable</b>
19.	<b>Total amount paid (if any) for grant of the option</b>	20.	<b>Description of shares or debentures involved (class and number)</b>
21.	<b>Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise</b>	22.	<b>Total number of shares or debentures over which options held following notification</b>

23.	<b>Any additional information</b>	24.	<b>Name of contact and telephone number for queries</b> Neill Abrams, Director +44 17 07 227 800
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<p data-bbox="395 331 1134 360"><b>Name of authorised official of issuer responsible for making notification</b></p> <p data-bbox="395 387 671 412">NEILL ABRAMS, DIRECTOR</p> <p data-bbox="395 439 828 463"><b>Date of notification</b> 27 SEPTEMBER 2011</p>
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Notes: This form is intended for use by an *issuer* to make a *RIS* notification required by *DTR 3.1.4*.

- (1) An *issuer* making a notification in respect of a transaction relating to the shares or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating the shares of the issuer should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a *financial instrument* relating to the shares of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

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The company news service from the London Stock Exchange

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