

# Director/PDMR Shareholding

RNS Number : 8167I  
Ocado Group PLC  
23 March 2018

DIRECTOR/PDMR SHAREHOLDING  
OCADO GROUP PLC

23 March 2018

## Ocado Group plc Director/PDMR Notification

Ocado Group plc ("the Company") announces that it received a notification on 22 March 2018 in connection with its Directors' participation in the Ocado Long-Term Incentive Plan ("LTIP").

Notification is given relating to LTIP awards originally granted on 13 March 2015 and which vested on 22 March 2018 at 25% of the original award in accordance with the rules of the LTIP and the relevant performance criteria. Some of the shares were sold on 22 March 2018 to finance the associated tax and national insurance liabilities. No payment by the Executive Directors was required for the grant of the awards or issue of the shares on vesting. Details are as set out below.

<b>1</b>	<b>Details of the person discharging managerial responsibilities/ person closely associated</b>	
a)	Name	Tim Steiner
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Chief Executive Officer
b)	Initial notification/ Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	Ocado Group plc
b)	LEI	213800LO8F61YB8MBC74

4	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>			
a)	Description of the financial instrument, type of instrument  Identification code	Ordinary shares of 2 pence each in Ocado Group plc  ISIN GB00B3MBS747		
b)	Nature of the transaction	Tim Steiner participated in the Ocado Long-Term Incentive Plan.  An award was made to Tim Steiner on 13 March 2015. On 22 March 2018, 72,751 shares of the original award vested. Of those shares, 34,262 were sold to finance the associated tax and national insurance liabilities.		
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£5.265	34,262	
d)	Aggregated information	Price	Aggregated volume	Aggregate total
	- Aggregated volume  - Price	£5.265	34,262	£180,389.43
e)	Date of the transaction	22 March 2018		
f)	Place of the transaction	London Stock Exchange (XLON)		

1	<b>Details of the person discharging managerial responsibilities/ person closely associated</b>	
a)	Name	Tim Steiner
2	<b>Reason for the notification</b>	
a)	Position/status	Chief Executive Officer
b)	Initial notification/ Amendment	Initial notification
3	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	Ocado Group plc
b)	LEI	213800LO8F61YB8MBC74

<b>4</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>		
a)	Description of the financial instrument, type of instrument  Identification code	Ordinary shares of 2 pence each in Ocado Group plc  ISIN GB00B3MBS747	
b)	Nature of the transaction	Tim Steiner participated in the Ocado Long-Term Incentive Plan.  An award was made to Tim Steiner on 13 March 2015. On 22 March 2018, 72,751 shares of the original award vested. Of those shares, 38,489 were transferred into Tim Steiner's name.	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		£0.00	38,489
d)	Aggregated information  - Aggregated volume  - Price	Price	Aggregated volume
		£0.00	38,489
e)	Date of the transaction	22 March 2018	
f)	Place of the transaction	London Stock Exchange (XLON)	

1	Details of the person discharging managerial responsibilities/ person closely associated	
a)	Name	Duncan Tatton-Brown
2	Reason for the notification	
a)	Position/status	Chief Financial Officer
b)	Initial notification/ Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ocado Group plc
b)	LEI	213800LO8F61YB8MBC74
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	

a)	Description of the financial instrument, type of instrument  Identification code	Ordinary shares of 2 pence each in Ocado Group plc  ISIN GB00B3MBS747		
b)	Nature of the transaction	Duncan Tatton-Brown participated in the Ocado Long-Term Incentive Plan.  An award was made to Duncan Tatton-Brown on 13 March 2015. On 22 March 2018, 33,730 shares of the original award vested. Of those shares, 15,885 were sold to finance the associated tax and national insurance liabilities.		
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£5.265	15,885	
d)	Aggregated information  - Aggregated volume  - Price	Price	Aggregated volume	Aggregate total
		£5.265	15,885	£83,634.53
e)	Date of the transaction	22 March 2018		
f)	Place of the transaction	London Stock Exchange (XLON)		

1	Details of the person discharging managerial responsibilities/ person closely associated	
a)	Name	Duncan Tatton-Brown
2	Reason for the notification	
a)	Position/status	Chief Financial Officer
b)	Initial notification/ Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ocado Group plc
b)	LEI	213800LO8F61YB8MBC74
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	
a)	Description of the financial instrument, type of instrument	Ordinary shares of 2 pence each in Ocado Group plc
	Identification code	ISIN GB00B3MBS747

b)	Nature of the transaction	<p>Duncan Tatton-Brown participated in the Ocado Long-Term Incentive Plan.</p> <p>An award was made to Duncan Tatton-Brown on 13 March 2015. On 22 March 2018, 33,730 shares of the original award vested. Of those shares, 17,845 were transferred into Duncan Tatton-Brown's name.</p>		
c)	Price(s) and volume(s)	Price(s)		Volume(s)
		£0.00		17,845
d)	Aggregated information - Aggregated volume - Price	Price	Aggregated volume	Aggregate total
		£0.00	17,845	£0.00
e)	Date of the transaction	22 March 2018		
f)	Place of the transaction	London Stock Exchange (XLON)		

<b>1</b>	<b>Details of the person discharging managerial responsibilities/ person closely associated</b>	
a)	Name	Mark Richardson
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Chief Operations Officer
b)	Initial notification/ Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	Ocado Group plc
b)	LEI	213800LO8F61YB8MBC74
<b>4</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument	Ordinary shares of 2 pence each in Ocado Group plc
	Identification code	ISIN GB00B3MBS747
b)	Nature of the transaction	Mark Richardson participated in the Ocado Long-Term Incentive Plan.

		An award was made to Mark Richardson on 13 March 2015. On 22 March 2018, 33,730 shares of the original award vested. Of those shares, 15,885 were sold to finance the associated tax and national insurance liabilities.		
c)	Price(s) and volume(s)	Price(s)		Volume(s)
		£5.265		15,885
d)	Aggregated information	Price	Aggregated volume	Aggregate total
	- Aggregated volume	£5.265	15,885	£83,634.53
	- Price			
e)	Date of the transaction	22 March 2018		
f)	Place of the transaction	London Stock Exchange (XLON)		

<b>1</b>	<b>Details of the person discharging managerial responsibilities/ person closely associated</b>	
a)	Name	Mark Richardson
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Chief Operations Officer
b)	Initial notification/ Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	Ocado Group plc
b)	LEI	213800LO8F61YB8MBC74
<b>4</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument	Ordinary shares of 2 pence each in Ocado Group plc
	Identification code	ISIN GB00B3MBS747
b)	Nature of the transaction	<p>Mark Richardson participated in the Ocado Long-Term Incentive Plan.</p> <p>An award was made to Mark Richardson on 13 March 2015. On 22 March 2018, 33,730 shares of the original award vested. Of those shares,</p>

		17,845 were transferred into Mark Richardson's name.		
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£0.00	17,845	
d)	Aggregated information  - Aggregated volume  - Price	Price	Aggregated volume	Aggregate total
		£0.00	17,845	£0.00
e)	Date of the transaction	22 March 2018		
f)	Place of the transaction	London Stock Exchange (XLON)		

1	Details of the person discharging managerial responsibilities/ person closely associated		
a)	Name	Neill Abrams	
2	Reason for the notification		
a)	Position/status	Group General Counsel and Company Secretary	
b)	Initial notification/ Amendment	Initial notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Ocado Group plc	
b)	LEI	213800LO8F61YB8MBC74	
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted		
a)	Description of the financial instrument, type of instrument	Ordinary shares of 2 pence each in Ocado Group plc	
	Identification code	ISIN GB00B3MBS747	
b)	Nature of the transaction	Neill Abrams participated in the Ocado Long-Term Incentive Plan.  An award was made to Neill Abrams on 13 March 2015. On 22 March 2018, 22,619 shares of the original award vested. Of those shares, 10,653 were sold to finance the associated tax and national insurance liabilities.	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		£5.265	10.653

d)	Aggregated information	Price	Aggregated volume	Aggregate total
	- Aggregated volume	£5.265	10,653	£56,088.05
	- Price			
e)	Date of the transaction	22 March 2018		
f)	Place of the transaction	London Stock Exchange (XLON)		

1	Details of the person discharging managerial responsibilities/ person closely associated			
a)	Name	Neill Abrams		
2	Reason for the notification			
a)	Position/status	Group General Counsel and Company Secretary		
b)	Initial notification/ Amendment	Initial notification		
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor			
a)	Name	Ocado Group plc		
b)	LEI	213800LO8F61YB8MBC74		
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted			
a)	Description of the financial instrument, type of instrument  Identification code	Ordinary shares of 2 pence each in Ocado Group plc  ISIN GB00B3MBS747		
b)	Nature of the transaction	Neill Abrams participated in the Ocado Long-Term Incentive Plan.  An award was made to Neill Abrams on 13 March 2015. On 22 March 2018, 22,619 shares of the original award vested. Of those shares, 11,966 were transferred into Neill Abrams' name.		
c)	Price(s) and volume(s)	Price(s)		Volume(s)
		£0.00		11,966
d)	Aggregated information  - Aggregated volume  - Price	Price	Aggregated volume	Aggregate total



		£0.00	11,966	£0.00
e)	Date of the transaction	22 March 2018		
f)	Place of the transaction	London Stock Exchange (XLON)		

The LTIP was approved by shareholders at the Company's Annual General Meeting on 10 May 2013.

Further information concerning each Director's other interests in shares and share schemes are set out in the Company's annual report and accounts for the 53 weeks ended 3 December 2017, except as otherwise amended by a subsequent announcement.

This announcement is made in accordance with Article 19 of the Market Abuse Regulation and the Disclosure Guidance and Transparency Rules.

Person responsible for arranging the release of this announcement:

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