

# Director/PDMR Shareholding

RNS Number : 4793Q  
Ocado Group PLC  
17 June 2015

DIRECTOR/PDMR SHAREHOLDING  
OCADO GROUP PLC

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## **Ocado Group plc Director/PDMR Notification**

Ocado Group plc ("the Company") announces that it has received notification, pursuant to the FCA's Disclosure Rules and Transparency Rules 3.1.2R, on 17 June 2015, in connection with its directors' participation in the Ocado Share Incentive Plan ("SIP").

The SIP is a HMRC tax-advantaged all-employee share scheme, under which employees are able to purchase ordinary shares in the Company of 2 pence each at market value ("Partnership Shares"), using deductions from salary each month, and receive allocations of matching ordinary shares of 2 pence each ("Matching Shares").

The Ocado directors listed below (the "Directors") purchased the number of Partnership Shares set out in the table below, at a price of £3.821 per Partnership Share, and were allocated (for no consideration) the number of Matching Shares set out in the table below. These shares are held by the employee benefit trust for the SIP.

<b>Name</b>	<b>Position</b>	<b>Number of Partnership Shares</b>	<b>Number of Matching Shares</b>	<b>Total shares</b>	<b>Total SIP holding to-date</b>
Tim Steiner	Chief Executive Officer	39	6	45	1,609
Duncan Tatton-Brown	Chief Financial Officer	39	6	45	1,601

Mark Richardson	Operations Director	40	6	46	1,652
Neill Abrams	Legal & Business Affairs Director	40	6	46	1,474

As a result of the above transaction, the interests of the Directors (and their connected persons) in the Company's ordinary shares (excluding 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) are:

Name	Number of Ordinary Shares held	Percentage of issued share capital
Tim Steiner	28,771,232	4.61%
Duncan Tatton-Brown	159,466	0.026%
Mark Richardson	1,652	0.0003%
Neill Abrams	1,912,126	0.31%

The SIP was approved by shareholders at the Company's Annual General Meeting on 11 May 2011.

For the purposes of DTR 3.1.3, the above transactions took place in the United Kingdom, with an issue date of 16 June 2015 and the Company/ the Directors being notified on 17 June 2015.

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 52 weeks ended 30 November 2014, except as otherwise amended by a subsequent announcement.

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](mailto:company.secretary@ocado.com)

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