

Holding(s) in Company

RNS Number : 4640F
 Ocado Group PLC
 20 February 2015

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

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| TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARESⁱ |
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|---|-------------------------------------|
| 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 | <input checked="" type="checkbox"/> |
| An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached | <input type="checkbox"/> |
| An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments | <input type="checkbox"/> |
| An event changing the breakdown of voting rights | <input type="checkbox"/> |
| Other (please specify): | <input type="checkbox"/> |
| 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 February 2015 |
| 6. Date on which issuer notified: | 19 February 2015 |
| 7. Threshold(s) that is/ are crossed or reached: ^{vi, vii} | Below 12% |

| 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 | Indirect |
| Ordinary (GB00B3MBS747) | 74,573,350 | 74,573,350 | | | 74,240,343 | | 11 |

| 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 |
| n/a | | | | |

| | | | | |
|---|--|--|--|--|
| 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} , |
|------------------------------|----------------|---------------------------------|--|--|-------------------------------------|
| n/a | | | | | Nominal |

| Total (A+B+C) | |
|-------------------------|-----------------------------|
| Number of voting rights | Percentage of voting rights |
| 74,240,343 | 11.9543% |

| |
|---|
| 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: | |

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

**Schedule A
As of 18 February 2015**

Ocado Group plc

| | <u>Number of Shares</u> | <u>Percent of Outstanding</u> |
|---|-----------------------------|-----------------------------------|
| <u>The Capital Group Companies, Inc. ("CG") holdings</u> | 74,240,343 | 11.954% |
| Holdings by CG Management Companies and Funds: | | |
| · Capital Guardian Trust Company | 27,406,741 | 4.413% |
| · Capital International Limited | 202,100 | 0.033% |
| · Capital International SÁrl | 423,300 | 0.068% |
| · Capital International, Inc. | 334,700 | 0.054% |
| · Capital Research and Management Company • Capital World Growth and Income Fund | 45,873,502 | 7.387% |

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

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