

Director/PDMR Shareholding

RNS Number : 0220P
 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.	<p>Name of the issuer</p> <p>OCADO GROUP PLC</p>	2.	<p>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).</p> <p>(I) TRANSACTION NOTIFIED IN ACCORDANCE WITH DTR 3.1.2R</p>
3.	<p>Name of person discharging managerial responsibilities/director</p> <p>Jorn Rausing</p>	4.	<p>State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person</p> <p>Notification relates to Hamilton Trust Company Limited as trustee of the Apple II Trust, being a connected person</p>
5.	<p>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</p> <p>4 above</p>	6.	<p>Description of shares (including class), debentures or derivatives or financial instruments relating to shares</p> <p>Ordinary shares of 2p each</p>
7.	<p>Name of registered shareholders(s) and, if more than one, the number of shares held by each of them</p> <p>Bank Julius Baer & Co. Ltd as nominee for Hamilton</p>	8.	<p>State the nature of the transaction</p> <p>Acquisition of ordinary shares</p>

	Trust Company Limited as trustee of the Apple II Trust		
9.	Number of shares, debentures or financial instruments relating to shares acquired 200,000	10.	Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage) 0.04%
11.	Number of shares, debentures or financial instruments relating to shares disposed None	12.	Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage) None
13.	Price per share or value of transaction £1.1799 per share	14.	Date and place of transaction 19 SEPTEMBER 2011, London
15.	Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage) Indirect - 61,280,100 Ordinary Shares (10.98%)	16.	Date issuer informed of transaction 26 SEPTEMBER 2011

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

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

23.	Any additional information	24.	Name of contact and telephone number for queries Neill Abrams, Director +44 17 07 227 800
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Name of authorised official of issuer responsible for making notification NEILL ABRAMS, DIRECTOR Date of notification 27 SEPTEMBER 2011

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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