

Director/PDMR Shareholding

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RNS Number : 2533S
Ocado Group PLC
28 November 2012

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.	Name of the issuer	2.	State whether the notification relates to (i) a transaction notified in accordance with DTR 3.1.2 R, (ii) a disclosure made in accordance LR 9.8.6R(1) or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006).
	OCADO GROUP PLC		(I) TRANSACTION NOTIFIED IN ACCORDANCE WITH DTR 3.1.2R
3.	Name of person discharging managerial responsibilities/director	4.	State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person
	TIM STEINER		RELATES TO A PERSON CONNECTED WITH DIRECTOR NAMED IN 3, BEING ARTHUR SELIGMAN AS TRUSTEE OF THE STEINER 2008 MILLENNIUM TRUST
5.	Indicate whether the notification is in respect of a holding of the person referred	6.	Description of shares (including class), debentures or derivatives or

	to in 3 or 4 above or in respect of a non-beneficial interest 1		financial instruments relating to shares
	IN RESPECT OF A HOLDING OF THE PERSON REFERRED TO IN 4 ABOVE		ORDINARY SHARES OF 2P EACH
7.	Name of registered shareholders(s) and, if more than one, the number of shares held by each of them	8.	State the nature of the transaction
	GOLDMAN SACHS SECURITIES (NOMINEES) LIMITED		PURCHASE OF ORDINARY SHARES
9.	Number of shares, debentures or financial instruments relating to shares acquired	10.	Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)
	1,000,000 ORDINARY SHARES		0.163%
11.	Number of shares, debentures or financial instruments relating to shares disposed	12.	Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)
	NIL		NIL
13.	Price per share or value of transaction	14.	Date and place of transaction
	64P PER ORDINARY SHARE		26 NOVEMBER 2012, UK
15.	Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)	16.	Date issuer informed of transaction
	28,687,600 4.67%		26 NOVEMBER 2012

**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
	NOT APPLICABLE		NOT APPLICABLE
19.	Total amount paid (if any) for grant of the option	20.	Description of shares or debentures involved (class and number)

	NOT APPLICABLE		NOT APPLICABLE
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
	NOT APPLICABLE		NOT APPLICABLE
23.	Any additional information	24.	Name of contact and telephone number for queries
	NONE		NEILL ABRAMS, DIRECTOR +44 1707 227800

<p>Name of authorised official of issuer responsible for making notification</p> <p>NEILL ABRAMS, DIRECTOR</p> <p>Date of notification 28 NOVEMBER 2012</p> <p>_____</p>
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Notes: This form is intended for use by an issuer to make a RIS notification required by DR 3.3.

- (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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