

Holding(s) in Company

RNS Number : 5013R
Ocado Group PLC
09 December 2016

TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARESⁱ

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 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 checked="" 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	Morgan Stanley (Institutional Securities Group and Global Wealth Management)
4. Full name of shareholder(s) (if different from 3.): ^{iv}	

5. Date of the transaction and date on which the threshold is crossed or reached: ^v	07.12.2016
6. Date on which issuer notified:	09.12.2016
7. Threshold(s) that is/are crossed or reached: ^{vi, vii}	6%

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 ^x	
			Direct	Direct ^{xi}	Indirect ^{xii}	Direct	Indirect
GB00B3MBS747	1,178,976	1,178,976	1,408,171	1,408,171		0.22%	

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
Right of recall over securities lending agreements	N/A	N/A	17,729,164	2.82%

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 ^{xx}	
					Nominal	De

Equity Swap	N/A	17.03.2017	N/A	2,560,068	N/A	0.4
Equity Swap	N/A	30.03.2017	N/A	600,000	N/A	0.1
Equity Swap	N/A	11.09.2017	N/A	8,690,000	N/A	1.3
Equity Swap	N/A	04.01.2018	N/A	1,123,001	N/A	0.1
Equity Swap	N/A	08.01.2018	N/A	1,420,906	N/A	0.2
Equity Swap	N/A	22.01.2018	N/A	149,085	N/A	0.0
Equity Swap	N/A	12.02.2018	N/A	3,474,850	N/A	0.5
Equity Swap	N/A	19.07.2018	N/A	35,517	N/A	0.0
Equity Swap	N/A	05.12.2018	N/A	1,474,537	N/A	0.2
Total (A+B+C)						
Number of voting rights				Percentage of voting rights		
38,665,299				6.14%		

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable: ^{xxi}

Morgan Stanley & Co. LLC, c/o The Corporation Trust Company (DE), Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware, 19801, USA. is a direct holder of 19,129,164 voting rights (3.04%) and is a subsidiary of Morgan Stanley Domestic Holdings, Inc.

Morgan Stanley Capital Services LLC, c/o The Corporation Trust Company (DE), Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware, 19801, USA. is a direct holder of 19,527,964 voting rights (3.10%) and is a subsidiary of Morgan Stanley Domestic Holdings, Inc.

Morgan Stanley Domestic Holdings, Inc., c/o The Corporation Trust Company (DE), Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware, 19801, USA. is an indirect holder of 38,665,299 voting rights (6.14%) and is a subsidiary of Morgan Stanley Capital Management, LLC

Morgan Stanley Capital Management, LLC, c/o The Corporation Trust Company (DE), Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware, 19801, USA. is an indirect holder of 38,665,299 voting rights (6.14%) and is a subsidiary of Morgan Stanley

Proxy Voting:	
10. Name of the proxy holder:	N/A
11. Number of voting rights proxy holder will cease to hold:	N/A
12. Date on which proxy holder will cease to hold voting rights:	N/A

13. Additional information:	Of the total voting rights attached to shares in Section 8A, 1,400,000 (0.22%) of these are the result of a stock borrowing agreement
14. Contact name:	Wilma Fairholm
15. Contact telephone number:	+44 141 245-7218

END

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