

Director/PDMR Shareholding

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Ocado Group PLC
08 July 2013

DIRECTOR/PDMR SHAREHOLDING
OCADO GROUP PLC

8 JULY 2013

Ocado Group plc Director/PDMR Shareholding Notification

Ocado Group plc ("the Company") announces that it received notification from Neill Abrams, a Director, pursuant to the Financial Conduct Authority's Disclosure Rules and Transparency Rules 3.1.2R, on 4 July 2013 of the following changes in Director/PDMR shareholdings in the Company as a result of the exercise of share options on 3 July 2013 under the Ocado 2001 Executive Share Option Scheme. The share options were due to expire on 30 November 2013.

Director/ PDMR	Position	Share Scheme	Number of Options over Ordinary Shares exercised	Exercise Price (pence) per Option over Ordinary Share
Neill Abrams	Director	Ocado 2001 Executive Share Option Scheme	100,000	£0.90

The Company was also notified on 5 July 2013 that Neill Abrams subsequently sold 5,260 ordinary shares on 4 July 2013 at a price of 306 pence per ordinary share, and sold 57,890 ordinary shares on 5 July 2013 at a price of 303 pence per ordinary share (representing 0.01% of the Company's total issued share capital).

This resulted in Neill Abrams holding 36,850 additional ordinary shares in the Company.

Following this transaction, Neill Abrams is directly or indirectly interested in 1,865,954 ordinary shares representing 0.30% of the Company's total issued share capital.

As at 8 July 2013, Neill Abrams holds 100,000 options over ordinary shares under the Ocado 2001 Executive Share Option Scheme.

Notes:

- (1) These shareholdings exclude any shareholdings under the Company's Joint Share Ownership Scheme.
- (2) The Company has issued ordinary shares of 2p each.
- (3) The above transactions took place in the UK on the dates set out above.

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