

# Director/PDMR Shareholding

RNS Number : 6934A  
Ocado Group PLC  
21 February 2014

DIRECTOR/PDMR SHAREHOLDING  
OCADO GROUP PLC

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## Ocado Group plc Director/PDMR Notification

Ocado Group plc ("the Company") announces that it has received notification from four directors, pursuant to the FCA's Disclosure Rules and Transparency Rules 3.1.2R, on 20 and 21 February 2014, in connection with their participation in the Ocado Long-Term Incentive Plan ("LTIP").

The Ocado directors listed below (the "Directors") were granted a conditional award in respect of such ordinary shares of 2 pence each of the Company, in accordance with the rules of the LTIP ("LTIP Awards").

The LTIP Awards are expected to vest on 31 March 2017, subject to the LTIP rules, including the satisfaction of the performance conditions and any other applicable conditions.

Name	Position	Number of conditional award shares	Total LTIP awards
Tim Steiner	Chief Executive Officer	174,588	1,546,539
Duncan Tatton-Brown	Chief Financial Officer	96,023	781,998

Neill Abrams	Legal and Business Affairs Director	64,016	368,894
Mark Richardson	Operations Director	96,023	565,535

The LTIP was approved by shareholders at the Company's Annual General Meeting on 10 May 2013. The LTIP Award is the second such award made under the LTIP.

No payment is required for the grant of the LTIP Awards. For these LTIP Awards, the number of Shares was determined based on a price of 515.5 pence per share, being the volume weighted average price of the Company's ordinary shares on the three trading days prior to 5 February 2014.

For the purposes of DTR 3.1.3, the above transactions took place in the United Kingdom, with a grant date of 5 February 2014 and the Directors being notified on 14 or 20 February 2014.

Further information concerning each Director's other interests in shares and share schemes are set out in the Company's annual report and accounts for the 53 weeks ended 2 December 2012, except as otherwise amended by a subsequent announcement.

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