

## Holding(s) in Company

RNS Number : 8673S  
Ocado Group PLC  
05 October 2017

### TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS <sup>i</sup>	
<b>1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached<sup>ii</sup>:</b>	OCADO Group PLC
<b>1b. Please indicate if the issuer is a non-UK issuer</b> (please mark with an "X" if appropriate)	
Non-UK issuer	<input type="checkbox"/>
<b>2. Reason for the notification</b> (please mark the appropriate box or boxes with an "X")	
An acquisition or disposal of voting rights	<input type="checkbox"/>
An acquisition or disposal of financial instruments	<input checked="" type="checkbox"/>
An event changing the breakdown of voting rights	<input type="checkbox"/>
Other (please specify) <sup>iii</sup> :	<input type="checkbox"/>
<b>3. Details of person subject to the notification obligation<sup>iv</sup></b>	
Name	Morgan Stanley
City and country of registered office (if applicable)	Wilmington, Delaware, USA
<b>4. Full name of shareholder(s)</b> (if different from 3.) <sup>v</sup>	
Name	
City and country of registered office (if applicable)	
<b>5. Date on which the threshold was crossed or reached<sup>vi</sup>:</b>	03/10/2017

6. Date on which issuer notified (DD/MM/YYYY):			05/10/2017	
7. Total positions of person(s) subject to the notification obligation				
	% of voting rights attached to shares (total of 8. A)	% of voting rights through financial instruments (total of 8.B 1 + 8.B 2)	Total of both in % (8.A + 8.B)	Total number of voting rights of issuer <sup>vii</sup>
Resulting situation on the date on which threshold was crossed or reached	0.003%	4.01%	4.02%	630,627,559
Position of previous notification (if applicable)	0.003%	3.99%	3.99%	
8. Notified details of the resulting situation on the date on which the threshold was crossed or reached <sup>viii</sup>				
A: Voting rights attached to shares				
Class/type of shares ISIN code (if possible)	Number of voting rights <sup>ix</sup>		% of voting rights	
	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)
GB00B3MBS747		20,521		0.003%
SUBTOTAL 8. A	20,521		0.003%	

<b>B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))</b>				
Type of financial instrument	Expiration date <sup>x</sup>	Exercise/ Conversion Period <sup>xi</sup>	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
Right of recall over securities lending agreements	at any time	at any time	17,870,505	2.83%
		<b>SUBTOTAL 8. B 1</b>	<b>17,870,505</b>	<b>2.83%</b>

<b>B 2: Financial Instruments with similar economic effect according to Art. 13(1) (b) of Directive 2004/109/EC (DTR5.3.1.1 (b))</b>					
Type of financial instrument	Expiration date <sup>x</sup>	Exercise/ Conversion Period <sup>xi</sup>	Physical or cash settlement <sup>xii</sup>	Number of voting rights	% of voting rights
Equity Swap	12/02/2018	at any time	Cash	5,963,616	0.95%
Equity Swap	03/04/2018	at any time	Cash	600,000	0.10%
Equity Swap	02/07/2018	at any time	Cash	132,675	0.02%
Equity Swap	05/09/2018	at any time	Cash	700,000	0.11%
Equity Swap	11/02/2019	at any time	Cash	34,557	0.01%
<b>SUBTOTAL 8.B.2</b>				<b>7,430,848</b>	<b>1.18%</b>

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")			
Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer <sup>xiii</sup>			
Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity <sup>xiv</sup> (please add additional rows as necessary)			X
Name <sup>xv</sup>	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold
Morgan Stanley			
Morgan Stanley Capital Management, LLC			
Morgan Stanley Domestic Holdings, Inc.			
Morgan Stanley Capital Services LLC			
Morgan Stanley			
Morgan Stanley Capital			

Management, LLC			
Morgan Stanley Domestic Holdings, Inc.			
Morgan Stanley & Co. LLC			
Morgan Stanley			
Morgan Stanley Capital Management, LLC			
Morgan Stanley Domestic Holdings, Inc.			
Morgan Stanley Smith Barney LLC			
Morgan Stanley			
Morgan Stanley Capital Management, LLC			
Morgan Stanley Domestic Holdings, Inc.			
Morgan Stanley Capital Products LLC			

<b>10. In case of proxy voting, please identify:</b>	
Name of the proxy holder	
The number and % of voting rights held	
The date until which the voting rights will be held	

<b>11. Additional information<sup>xvi</sup></b>

<b>Place of completion</b>	Glasgow
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<b>Date of completion</b>	05/10/2017
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