

DIRECTOR/PDMR SHAREHOLDING
OCADO GROUP PLC

28 March 2024

**Ocado Group plc
Director/PDMR Notification**

Ocado Group plc ("the Company") announces that on 27 March 2024 awards under the Ocado Annual Incentive Plan ("AIP") were granted to the PDMRs detailed below in the form of nil-cost options (the "Awards") over ordinary shares in the Company.

The AIP was approved by Shareholders at the Company's Annual General Meeting on 1 May 2019.

No payment is required for the grant of the AIP Awards, or issue of the shares on vesting. For these AIP Awards, the number of shares was determined based on a price of 464.7 pence per share, being the volume weighted average price of a share for the three business days immediately before the Award Date.

A summary of the principal terms of the AIP are set out in the Notice of the Annual General Meeting dated 5 February 2019.

Details of the Awards are as set out below.

1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name	Tim Steiner	
2	Reason for the notification		
a)	Position/status	Chief Executive Officer	
b)	Initial notification/ Amendment	Initial notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Ocado Group plc	
b)	LEI	213800LO8F61YB8MBC74	
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted		
a)	Description of the financial instrument, type of instrument	Ordinary shares in Ocado Group plc	
	Identification code	ISIN GB00B3MBS747	
b)	Nature of the transaction	Grant of a nil-cost option, subject to the rules of the AIP. 50% of the AIP achieved in the financial year ended 3 December 2023 is deferred into shares for three years and is also subject to a two-year holding period on vesting.	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		£0.00	119,023
d)	Aggregated information	Price	Aggregated volume
	- Aggregated volume	£0.00	119,023
	- Price		Aggregate total
			£0.00
e)	Date of the transaction	27 March 2024	

f)	Place of the transaction	Outside a regulated market
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1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name	Mark Richardson	
2	Reason for the notification		
a)	Position/status	CEO, Ocado Intelligent Automation	
b)	Initial notification/ Amendment	Initial notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Ocado Group plc	
b)	LEI	213800LO8F61YB8MBC74	
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted		
a)	Description of the financial instrument, type of instrument	Ordinary shares in Ocado Group plc	
	Identification code	ISIN GB00B3MBS747	
b)	Nature of the transaction	Grant of a nil-cost option, subject to the rules of the AIP. 50% of the AIP achieved in the financial year ended 3 December 2023 is deferred into shares for three years and is also subject to a two-year holding period on vesting.	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		£0.00	63,132
d)	Aggregated information	Price	Aggregated volume
	- Aggregated volume	£0.00	63,132
	- Price		£0.00
e)	Date of the transaction	27 March 2024	
f)	Place of the transaction	Outside a regulated market	

1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name	Neill Abrams	
2	Reason for the notification		
a)	Position/status	Group General Counsel and Company Secretary	
b)	Initial notification/ Amendment	Initial notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Ocado Group plc	
b)	LEI	213800LO8F61YB8MBC74	
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted		
a)	Description of the financial instrument, type of instrument	Ordinary shares in Ocado Group plc	
	Identification code	ISIN GB00B3MBS747	
b)	Nature of the transaction	Grant of a nil-cost option, subject to the rules of the AIP. 50% of the AIP achieved in the financial year ended 3 December	

		2023 is deferred into shares for three years and is also subject to a two-year holding period on vesting.		
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£0.00	80,434	
d)	Aggregated information	Price	Aggregated volume	Aggregate total
	- Aggregated volume - Price	£0.00	80,434	£0.00
e)	Date of the transaction	27 March 2024		
f)	Place of the transaction	Outside a regulated market		

1	Details of the person discharging managerial responsibilities/person closely associated
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1	Details of the person discharging managerial responsibilities/person closely associated			
a)	Name	Stephen Daintith		
2	Reason for the notification			
a)	Position/status	Chief Financial Officer		
b)	Initial notification/ Amendment	Initial notification		
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor			
a)	Name	Ocado Group plc		
b)	LEI	213800LO8F61YB8MBC74		
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted			
a)	Description of the financial instrument, type of instrument	Ordinary shares in Ocado Group plc		
	Identification code	ISIN GB00B3MBS747		
b)	Nature of the transaction	Grant of a nil-cost option, subject to the rules of the AIP. 50% of the AIP achieved in the financial year ended 3 December 2023 is deferred into shares for three years and is also subject to a two-year holding period on vesting.		
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£0.00	93,751	
d)	Aggregated information	Price	Aggregated volume	Aggregate total
	- Aggregated volume - Price	£0.00	93,751	£0.00
e)	Date of the transaction	27 March 2024		
f)	Place of the transaction	Outside a regulated market		

1	Details of the person discharging managerial responsibilities/person closely associated	
a)	Name	James Matthews
2	Reason for the notification	
a)	Position/status	CEO, Ocado Technology

b)	Initial notification/ Amendment	Initial notification		
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor			
a)	Name	Ocado Group plc		
b)	LEI	213800LO8F61YB8MBC74		
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted			
a)	Description of the financial instrument, type of instrument	Ordinary shares in Ocado Group plc		
	Identification code	ISIN GB00B3MBS747		
b)	Nature of the transaction	Grant of a nil-cost option, subject to the rules of the AIP. 50% of the AIP achieved in the financial year ended 3 December 2023 is deferred into shares for three years and is also subject to a two-year holding period on vesting.		
c)	Price(s) and volume(s)	Price(s)	Volume(s)	
		£0.00	70,991	
d)	Aggregated information	Price	Aggregated volume	Aggregate total
		- Aggregated volume	£0.00	70,991
	- Price			
e)	Date of the transaction	27 March 2024		
f)	Place of the transaction	Outside a regulated market		

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 3 December 2023, except as otherwise amended by a subsequent announcement.

This announcement is made in accordance with Article 19 of the Market Abuse Regulation and the Disclosure Guidance and Transparency Rules.

Person responsible for arranging the release of this announcement:

Megan Barnes
Head of Secretariat
Ocado Group plc
Buildings One & Two Trident Place
Mosquito Way
Hatfield
Hertfordshire
AL10 9UL
Fax: +44 (0)1707 227997
email: company.secretary@ocado.com

Ocado Group plc LEI: 213800LO8F61YB8MBC74

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