NEWS RELEASE

Director/PDMR Shareholding

10/22/2018

RNS Number : 7648E
Ferguson PLC
22 October 2018

FERGUSON PLC ("Company")

NOTIFICATION OF TRANSACTIONS BY PERSONS DISCHARGING MANAGERIAL RESPONSIBILITIES ("PDMRs") IN ORDINARY SHARES OF 11227/563p EACH IN THE COMPANY ("Shares")

On 18 October 2018 the Company granted the following awards to Executive Directors and/or PDMRs under the following plans:

Ferguson Group Long Term Incentive Plan 2015 ("LTIP")

Awards were made to three Executive Directors and four other PDMRs as set out in the table below under the LTIP:

PDMR/Executive Director	Conditional share awards or share option awards
J Martin	47,499
M Powell	23,243
K Murphy	32,658
M Lemere	1,656
S Long	1,828
S Oakland	2,017
M Sajor	1,725

The awards were granted as a conditional share award to Mr Murphy, Ms Lemere, Ms Long and Mr Sajor and as nil cost options to Mr Martin, Mr Powell and Mr Oakland. No consideration is payable at allocation, on vesting or, for those in the form of nil cost options, on exercise of all or part of the awards.

These awards will only vest upon, normally, continued employment and the achievement of certain corporate performance conditions measured over a three year period. Full details of the relevant performance conditions can be found in the Directors' Remuneration Report of the Company's Annual Report and Accounts 2018. Subject to, normally, continued employment and the meeting of the performance conditions, the conditional awards will vest on 18 October 2021 and the nil cost options will be exercisable between 18 October 2021 and 18 October 2028.

Ferguson Group Performance Ordinary Share Plan 2016 ("POSP")

Awards were made to six PDMRs as set out in the table below under the POSP:

PDMR	Conditional share awards
M Brooks	11,361
A Hutcherson	12,889
M Lemere	14,470
S Long	15,970

S Oakland	15,495
M Sajor	15,073

The awards were granted as conditional share awards to all awardees. No consideration is payable at allocation or on vesting of the awards. These awards will vest upon, normally, continued employment and the achievement of trading profit growth performance conditions tested over a three year period. Subject to, normally, continued employment and the meeting of performance conditions the awards will vest on 18 October 2021.

Ferguson Group Deferred Bonus Plan 2015 ("DBP")

An award was made to one Executive Director as set out in the table below under the DBP.

Executive Director	Share option award
M Powell	1,095

The award was granted as a nil cost option. No consideration is payable at allocation or on exercise of all or part of the award.

Awards are made under the DBP to an Executive Director who has not met their shareholding guidelines requirement in any financial year in which an annual bonus is paid. The award is subject to forfeiture for three years from the date the bonus is awarded.

The attached notifications, which have been made in accordance with the requirements of the EU Market Abuse Regulations, provide further detail.

LTIP Awards

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	John Martin
2	Reason for the notification	
a)	Position/status	Group Chief Executive
b)	Initial/Amendment notification	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of nil cost share options under the Ferguson Group Long Term Incentive Plan 2015
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	47,499

GBP - British Pound

d) Aggregated information

-	Aggregated volume	Not applicable
-	Price	£0.00
e)	Date of the transaction	2018-10-18; UTC time
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Michael Powell
2	Reason for the notification	
a)	Position/status	Group Chief Financial Officer
b)	Initial/Amendment notification	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of nil cost share options under the Ferguson Group Long Term Incentive Plan 2015
c)	Price(s) and volume(s)	

	Price(s)	Volume(s)
	£0.00	23,243

GBP - British Pound

d) Aggregated information

- Aggregated volume: Not applicable
- Price: £0.00

e) Date of the transaction: 2018-10-18; UTC time

f) Place of the transaction: London Stock Exchange, Main Market (XLON)

---

1 Details of the person discharging managerial responsibilities / person closely associated

a) Name: Kevin Murphy

2 Reason for the notification

a) Position/status: Chief Executive Officer, USA

b) Initial/Amendment notification: Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name: Ferguson plc

b) LEI: 2138005UHP5J9Y2RM657

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 of 11 227/563p each

Identification code	
	ISIN: JE00BFYFZP55
b) Nature of the transaction	The grant of conditional shares under the Ferguson Group Long Term Incentive Plan 2015
c) Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	32,658

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2018-10-18; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

---

1 Details of the person discharging managerial responsibilities / person closely associated	
a) Name	Mary Ann Lemere
2 Reason for the notification	
a) Position/status	Group General Counsel
b) Initial/Amendment notification	Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name	Ferguson plc
b) LEI	2138005UHP5J9Y2RM657

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 of 11 227/563p each
Identification code	ISIN: JE00BFYFZP55
b) Nature of the transaction	The grant of conditional shares under the Ferguson Group Long Term Incentive Plan 2015

c) Price(s) and volume(s)

Price(s)	Volume(s)
£0.00	1,656

GBP - British Pound

d) Aggregated information

- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2018-10-18; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

1 Details of the person discharging managerial responsibilities / person closely associated

a)	Name	Samantha Long

2 Reason for the notification

a)	Position/status	Group Chief Human Resources Officer
b)	Initial/Amendment notification	Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657

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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of conditional shares under the Ferguson Group Long Term Incentive Plan 2015
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	1,828

GBP - British Pound

d) Aggregated information

-	Aggregated volume	Not applicable

	- Price	£0.00
e)	Date of the transaction	2018-10-18; UTC time
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Simon Oakland
2	Reason for the notification	
a)	Position/status	CEO, Canada and Central Europe and Head of Corporate Development
b)	Initial/Amendment notification	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of nil cost share options under the Ferguson Group Long Term Incentive Plan 2015
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	2,017

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2018-10-18; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

---

1 Details of the person discharging managerial responsibilities / person closely associated	
a) Name	Michael Sajor
2 Reason for the notification	
a) Position/status	Group Chief Information Officer
b) Initial/Amendment notification	Initial notification
3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a) Name	Ferguson plc
b) LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
Identification code	

	ISIN: JE00BFYFZP55
b) Nature of the transaction	The grant of conditional shares under the Ferguson Group Long Term Incentive Plan 2015
c) Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	1,725

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2018-10-18; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

POSP Awards

1 Details of the person discharging managerial responsibilities / person closely associated	
a) Name	Michael Brooks
2 Reason for the notification	
a) Position/status	Chief Marketing Officer, USA
b) Initial/Amendment notification	Initial notification

3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of conditional shares under the Ferguson Group Performance Ordinary Share Plan 2016
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	11,361

GBP - British Pound

d)	Aggregated information	
	- Aggregated volume	Not applicable
	- Price	£0.00
e)	Date of the transaction	2018-10-18; UTC time
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Alex Hutcherson
2	Reason for the notification	
a)	Position/status	Chief Operating Officer, USA
b)	Initial/Amendment notification	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of conditional shares under the Ferguson Group Performance Ordinary Share Plan 2016
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	12,889

GBP - British Pound

d)	Aggregated information	
-	Aggregated volume	Not applicable

	- Price	£0.00
e)	Date of the transaction	2018-10-18; UTC time
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Mary Ann Lemere
2	Reason for the notification	
a)	Position/status	Group General Counsel
b)	Initial/Amendment notification	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of conditional shares under the Ferguson Group Performance Ordinary Share Plan 2016
c)	Price(s) and volume(s)	

Price(s)	Volume(s)

	£0.00	14,470
	GBP - British Pound	

d) Aggregated information

- Aggregated volume	Not applicable	
- Price	£0.00	

e) Date of the transaction	2018-10-18; UTC time	
f) Place of the transaction	London Stock Exchange, Main Market (XLON)	

---

1 Details of the person discharging managerial responsibilities / person closely associated

a) Name	Samantha Long	

2 Reason for the notification

a) Position/status	Group Chief Human Resources Officer	
b) Initial/Amendment notification	Initial notification	

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name	Ferguson plc	
b) LEI	2138005UHP5J9Y2RM657	

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 of 11 227/563p each	
Identification code		

	ISIN: JE00BFYFZP55
b) Nature of the transaction	The grant of conditional shares under the Ferguson Group Performance Ordinary Share Plan 2016
c) Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	15,970

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2018-10-18; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

---

1 Details of the person discharging managerial responsibilities / person closely associated	
a) Name	Simon Oakland
2 Reason for the notification	
a) Position/status	CEO, Canada and Central Europe and Head of Corporate Development
b) Initial/Amendment notification	Initial notification

3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of conditional shares under the Ferguson Group Performance Ordinary Share Plan 2016
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	15,495

		GBP - British Pound
d)	Aggregated information	
	- Aggregated volume	Not applicable
	- Price	£0.00
e)	Date of the transaction	2018-10-18; UTC time
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Michael Sajor
2	Reason for the notification	
a)	Position/status	Group Chief Information Officer
b)	Initial/Amendment notification	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Ferguson plc
b)	LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
	Identification code	ISIN: JE00BFYFZP55
b)	Nature of the transaction	The grant of conditional shares under the Ferguson Group Performance Ordinary Share Plan 2016
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	15,073

GBP - British Pound

d)	Aggregated information	
-	Aggregated volume	Not applicable

- Price	£0.00
e) Date of the transaction	2018-10-18; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

DBP Award

---

1 Details of the person discharging managerial responsibilities / person closely associated	
a) Name	Michael Powell
2 Reason for the notification	
a) Position/status	Group Chief Financial Officer
b) Initial/Amendment notification	Initial notification
3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a) Name	Ferguson plc
b) LEI	2138005UHP5J9Y2RM657
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 of 11 227/563p each
Identification code	ISIN: JE00BFYFZP55
b) Nature of the transaction	The grant of nil cost share options under the Ferguson Group Deferred Bonus Plan 2015
c) Price(s) and volume(s)	

	Price(s)	Volume(s)
	£0.00	1,095

GBP - British Pound

d) Aggregated information

- Aggregated volume: Not applicable
- Price: £0.00

e) Date of the transaction: 2018-10-18; UTC time

f) Place of the transaction: London Stock Exchange, Main Market (XLON)

Enquiries:

Graham Middlemiss, Group Company Secretary

(00 41 41 723 2230)

22 October 2018

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact **rns@lseg.com** or visit **www.rns.com**.

END

DSHPGGMUUUPRGUP