NEWS RELEASE

Director/PDMR Shareholding

11/1/2017

RNS Number : 2551V
Ferguson PLC
01 November 2017

FERGUSON PLC ("Company")

NOTIFICATION OF TRANSACTIONS BY PERSONS DISCHARGING MANAGERIAL RESPONSIBILITIES ("PDMRs") IN ORDINARY SHARES OF 10 53/66p EACH IN THE COMPANY ("Shares")

On 30 October 2017 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 two other PDMRs as set out in the table below under the LTIP:

PDMR/Executive Director	Award of (1) a number of Shares under options or (2) conditional Shares
J Martin	49,997
M Powell	23,254
K Murphy	32,915
P Headon	2,227
S Oakland	2,092

The awards were granted as a conditional share award to Mr Murphy and as nil cost options to all other awardees. 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 Remuneration Report of the Company's Annual Report and Accounts 2017. Subject to, normally, continued employment and the meeting of the performance conditions, the conditional awards will vest on 30 October 2020 and the nil cost options will be exercisable between 30 October 2020 and 30 October 2027.

Ferguson Group Revised Ordinary Share Plan 2016 ("ROSP")

Awards were made to two PDMRs as set out in the table below under the ROSP:

PDMR	Award over a number of Shares under options
P Headon	29,696
S Oakland	16,743

The awards were granted as nil cost options. No consideration is payable at allocation or on exercise of all or part of

the awards.

These awards will only vest three years from the date of grant upon, normally, continued employment and the achievement of business-level trading profit performance conditions tested over a one year period for Mr Oakland's award and over a two year period for Mr Headon's award. Subject to, normally, continued employment and the meeting of performance conditions the nil cost options will be exercisable between 30 October 2020 and 28 January 2021.

Ferguson Group Deferred Bonus Plan 2015 ("DBP")

Awards were made to one Executive Director as set out in the table below under the DBP.

Executive Director	Award over a number of Shares under options
M Powell	284

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 10 53/66p each
Identification code	ISIN: JE00BFNWV485
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	49,997

GBP - British Pound

d) Aggregated information

- Aggregated volume	Not applicable

- Price	£0.00
e) Date of the transaction	2017-10-30; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

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1 Details of the person discharging managerial responsibilities / person closely associated	
a) Name	Mike 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 10 53/66p each
Identification code	ISIN: JE00BFNWV485
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	23,254

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2017-10-30; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

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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 10 53/66p each
Identification code	

	ISIN: JE00BFNWV485
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	32,915

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2017-10-30; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

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1 Details of the person discharging managerial responsibilities / person closely associated	
a) Name	Patrick Headon
2 Reason for the notification	
a) Position/status	Managing Director, Wolseley UK
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 10 53/66p each
	Identification code	ISIN: JE00BFNWV485
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	2,227

GBP - British Pound

d)	Aggregated information	
-	Aggregated volume	Not applicable
-	Price	£0.00
e)	Date of the transaction	2017-10-30; 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 10 53/66p each
	Identification code	ISIN: JE00BFNWV485
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	2,092

GBP - British Pound

d)	Aggregated information	
-	Aggregated volume	Not applicable

- Price	£0.00
e) Date of the transaction	2017-10-30; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

ROSP Awards

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1 Details of the person discharging managerial responsibilities / person closely associated	
a) Name	Patrick Headon
2 Reason for the notification	
a) Position/status	Managing Director, Wolseley UK
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 10 53/66p each
Identification code	ISIN: JE00BFNWV485
b) Nature of the transaction	The grant of nil cost share options under the Ferguson Group Revised Ordinary Share Plan 2016
c) Price(s) and volume(s)	

Price(s)	Volume(s)

	£0.00	29,696
	GBP - British Pound	

d) Aggregated information

- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2017-10-30; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

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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 10 53/66p each
Identification code	

	ISIN: JE00BFNWV485
b) Nature of the transaction	The grant of nil cost share options under the Ferguson Group Revised Ordinary Share Plan 2016
c) Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	16,743

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2017-10-30; 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	Mike 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 10 53/66p each
	Identification code	ISIN: JE00BFNWV485
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	284

		GBP - British Pound
d)	Aggregated information	
-	Aggregated volume	Not applicable
-	Price	£0.00
e)	Date of the transaction	2017-10-30; UTC time
f)	Place of the transaction	London Stock Exchange, Main Market (XLON)

Enquiries:

Graham Middlemiss, Group Company Secretary

(00 41 41 723 2230)

1 November 2017

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