NEWS RELEASE

Director/PDMR Shareholding

11/9/2017

RNS Number : 0748W
Ferguson PLC
09 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")

The Ferguson Group Executive Share Option Plan 2012 ("ESOP"), the Ferguson Group Long Term Incentive Plan 2012 ("LTIP") and the Ferguson Group Ordinary Share Plan 2011 ("OSP") ("the Plans")

Following the vesting on 7 November 2017 of conditional share awards and share options under the Plans which were granted in November 2014, details of the Shares received and/or options exercised and any resulting sale of Shares by the Company's Executive Directors and/or PDMRs are set out in the tables below.

ESOP

Following the vesting and exercise of options, Mr Martin sold sufficient Shares to satisfy only the tax/social security liabilities and associated dealing costs that arose on exercise and Mr England and Mr Shoylekov sold all of their resulting Shares.

The table below shows the number of Shares under options exercised and the number of Shares sold on 7 November 2017. The Shares vesting under the ESOP were exercised at an option price of 3,362 pence per Share. The price for the disposal of the Shares was 5,367.626 pence per Share.

PDMR/Executive Director	No. of Shares under options exercised	Total no. of Shares sold
J Martin	35,113	28,259
A England	9,673	9,673
R Shoylekov	13,060	13,060

LTIP

Following the vesting of conditional share awards and/or the vesting and exercise of nil-cost options, Mr Martin and Mr Headon sold sufficient Shares to satisfy only the tax/social security liabilities and associated dealing costs that arose on exercise and Mr England and Mr Shoylekov sold all of their resulting Shares. The LTIP was also subject to a dividend equivalent accrual. As a result of the vesting of their conditional share awards and/or the vesting and exercise of nil-cost options on 7 November 2017 Mr Martin, Mr England, Mr Headon and Mr Shoylekov will receive

cash payments of £52,814.71 £12,589.40, £12,646.54 and £16,998.39 respectively as a result of the accrued dividend equivalents relating to their awards.

The table below shows the number of Shares under options exercised or Shares received on vesting and the number of Shares sold on 7 November 2017. The shares released were received for nil consideration. The price for the sale of the Shares was 5,367.626 pence per Share.

PDMR/Executive Director	No. of Shares under options exercised/Shares received	Total no. of Shares sold
J Martin	17,561	8,283
A England	4,186	4,186
P Headon	4,205	1,869
R Shoylekov	5,652	5,652

OSP

The following section of this notification sets out information relating to the vesting of conditional share awards and vesting and exercise of options under the OSP granted to senior executives in November 2014 who, since the date of the award, have changed roles and are now PDMRs.

Following the vesting of conditional Share awards and/or the vesting and exercise of options, Mr Murphy sold sufficient Shares to satisfy only the tax/social security liabilities and associated dealing costs that arose on vesting and Mr Olesen elected to keep all of his resulting shares. As a consequence of Canadian securities laws, Mr Oakland received a cash settlement equal to the final value of the vested Shares subject to the deduction of the tax/social security liabilities that arose on vesting by way of satisfaction of his award.

The table below shows the number of Shares under options exercised or Shares received or shares due to have been received on vesting and the number of Shares sold on 7 November 2017. The options exercised and/or Shares released were received for nil consideration. The price for the sale of the Shares was 5,367.626 pence per Share. The price used to calculate the cash settlement received by Mr Oakland was 5,350 pence per Share.

PDMR	No. of Shares under options exercised/Shares received/Shares due to have been received	Total no. of Shares sold
K Murphy	9,048	3,006
S Oakland	9,536	N/A*
S Olesen	3,115	0

* Mr Oakland's award was cash settled as noted above.

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

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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 exercise of share options granted in November 2014 under the Ferguson Group Executive Share Option Plan 2012
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£33.62	35,113

GBP - British Pound

d)	Aggregated information	
-	Aggregated volume	Not applicable
-	Price	£1,180,499.06
e)	Date of the transaction	2017-11-07; 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	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 exercise of nil cost share options granted in November 2014 under the Ferguson Group Long Term Incentive Plan 2012

c) Price(s) and volume(s)

Price(s)	Volume(s)
£0.00	17,561

GBP - British Pound

d) Aggregated information

- Aggregated volume	Not applicable

-	Price	£0.00
e)	Date of the transaction	2017-11-07; 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	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	A disposal of shares stemming from the exercise of share options granted in November 2014 under the Ferguson Group Executive Share Option Plan 2012 and the Ferguson Group Long Term Incentive Plan 2012
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£53.67626	36,542

		GBP - British Pound
d)	Aggregated information	
	- Aggregated volume	Not applicable
	- Price	£1,961,437.89
e)	Date of the transaction	2017-11-07; 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	Anthony England
2	Reason for the notification	
a)	Position/status	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 10 53/66p each
	Identification code	
		ISIN: JE00BFNWV485

b) Nature of the transaction	The exercise of share options granted in November 2014 under the Ferguson Group Executive Share Option Plan 2012
c) Price(s) and volume(s)	

Price(s)	Volume(s)
£33.62	9,673

GBP - British Pound

d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£325,206.26
e) Date of the transaction	2017-11-07; 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	Anthony England

2 Reason for the notification

a) Position/status	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 10 53/66p each
	Identification code	ISIN: JE00BFNWV485
b)	Nature of the transaction	The exercise of nil cost share options granted in November 2014 under the Ferguson Group Long Term Incentive Plan 2012
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	4,186

GBP - British Pound

d)	Aggregated information	
-	Aggregated volume	Not applicable
-	Price	£0.00
e)	Date of the transaction	2017-11-07; 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	Anthony England

2 Reason for the notification

a) Position/status	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 10 53/66p each
Identification code	ISIN: JE00BFNWV485
b) Nature of the transaction	A disposal of shares stemming from the exercise of share options granted in November 2014 under the Ferguson Group Executive Share Option Plan 2012 and the Ferguson Group Long Term Incentive Plan 2012

c) Price(s) and volume(s)

Price(s)	Volume(s)
£53.67626	13,859

GBP - British Pound

d) Aggregated information

- Aggregated volume	Not applicable
- Price	£743,899.29

e)	Date of the transaction	2017-11-07; 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 vesting of conditional shares granted in November 2014 under the Ferguson Group Long Term Incentive Plan 2012
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	4,205

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2017-11-07; 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	A disposal of shares stemming from the vesting of conditional shares granted in November 2014 under the Ferguson Group Long Term Incentive Plan 2012
c) Price(s) and volume(s)	

Price(s)	Volume(s)
£53.67626	1,869

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£100,320.93
e) Date of the transaction	2017-11-07; 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	Richard Shoylekov

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 10 53/66p each
	Identification code	ISIN: JE00BFNWV485
b)	Nature of the transaction	The exercise of share options granted in November 2014 under the Ferguson Group Executive Share Option Plan 2012
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£33.62	13,060

GBP - British Pound

d)	Aggregated information	
-	Aggregated volume	Not applicable
-	Price	£439,077.20
e)	Date of the transaction	2017-11-07; 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	Richard Shoylekov

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 10 53/66p each
Identification code	ISIN: JE00BFNWV485
b) Nature of the transaction	The exercise of nil cost share options granted in November 2014 under the Ferguson Group Long Term Incentive Plan 2012

c) Price(s) and volume(s)

Price(s)	Volume(s)
£0.00	5,652

GBP - British Pound

d) Aggregated information

- Aggregated volume	Not applicable

-	Price	£0.00
e)	Date of the transaction	2017-11-07; 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	Richard Shoylekov

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 10 53/66p each
	Identification code	ISIN: JE00BFNWV485
b)	Nature of the transaction	A disposal of shares stemming from the exercise of share options granted in November 2014 under the Ferguson Group Executive Share Option Plan 2012 and the Ferguson Group Long Term Incentive Plan 2012
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£53.67626	18,712

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£1,004,390.18
e) Date of the transaction	2017-11-07; 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 vesting of conditional shares granted in November 2014 under the Ferguson Group Ordinary Share Plan 2011
c) Price(s) and volume(s)	

Price(s)	Volume(s)
£0.00	9,048

	GBP - British Pound
d) Aggregated information	
- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2017-11-07; 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	A disposal of shares stemming from the vesting of conditional shares granted in November 2014 under the Ferguson Group Ordinary Share Plan 2011

c) Price(s) and volume(s)

Price(s)	Volume(s)
£53.67626	3,006

GBP - British Pound

d) Aggregated information

-	Aggregated volume	Not applicable
-	Price	£161,350.84
e)	Date of the transaction	2017-11-07; 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	A financial instrument linked to a Ferguson Ordinary Share
	Identification code	ISIN: JE00BFNWV485
b)	Nature of the transaction	The receipt of a cash settlement by way of satisfaction of an award granted in November 2014 under the Ferguson Group Ordinary Share Plan 2011 equal to the final value of the vested Shares
c)	Price(s) and volume(s)	

Price(s)	Volume(s)
£53.50	9,536

GBP - British Pound

d) Aggregated information

-	Aggregated volume	Not applicable

-	Price	£510,176.00
e)	Date of the transaction	2017-11-07; UTC time
f)	Place of the transaction	Outside a trading venue

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

a)	Name	Søren Olesen

2 Reason for the notification

a)	Position/status	Chief Executive, Stark Group
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 vesting of conditional shares granted in November 2014 under the Ferguson Group Ordinary Share Plan 2011
c)	Price(s) and volume(s)	

Price(s)	Volume(s)

	£0.00	3,115

GBP - British Pound

d) Aggregated information

- Aggregated volume	Not applicable
- Price	£0.00
e) Date of the transaction	2017-11-07; UTC time
f) Place of the transaction	London Stock Exchange, Main Market (XLON)

Enquiries:

Graham Middlemiss, Group Company Secretary

(00 41 41 723 2230)

9 November 2017

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The company news service from the London Stock Exchange

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