NEWS RELEASE

Director/PDMR Shareholding

11/19/2014

RNS Number : 4633X
Wolseley PLC
19 November 2014

WOLSELEY PLC ("Company")

NOTIFICATION OF A TRANSACTION BY A PERSON DISCHARGING MANAGERIAL RESPONSIBILITIES ("PDMR") IN ORDINARY SHARES OF 10 53/66p EACH IN THE COMPANY ("Shares")

On 18 November 2014, the Company was notified that certain PDMRs and Executive Directors exercised options under the Wolseley Group Share Option Plan 2010 and received Shares which had vested under the Wolseley

Group Long Term Incentive Scheme 2010 (the "Plans"). These were both in relation to awards made in November 2011 under the Plans.

Wolseley Group Share Option Plan 2010 ("ESOP")

Following receipt by the Company of applications from the PDMRs/Executive Director listed below relating to the exercise of options under the ESOP, the Company chose to net settle certain of the options by delivering Shares with a market value equal to the settlement value of the options (being the difference between the option price and the market value of the option shares).

The following PDMRs/Executive Director exercised options under the ESOP on 18 November 2014 at an option price of 1,879 pence per Share. The price for the disposal of the Shares set out below was 3,434.4373 pence per Share.

PDMR/Director	No. of options exercised	Total Shares following net settlement	Total no. of Shares disposed
Stephen Ashmore	21,931	9,932	9,932
Anthony England	14,065	6,369	6,369
John Martin	60,387	27,348	12,900
Charles Morrison	19,465	8,815	8,815

As part of his transaction, Mr England transferred 3,184 Shares into his spouse's name for nil consideration and those Shares were disposed and are included in the total number of Shares disposed by Mr England as set out above.

Wolseley Group Long Term Incentive Scheme 2010 ("LTIS")

On Saturday 15 November 2014 awards under the LTIS vested in respect of the PDMRs/Executive Directors listed below, and the table below shows the number of Shares which vested ("Vested Shares"). The Vested Shares were released and received by the following PDMRs/Executive Directors on 18 November 2014 for nil consideration.

PDMR/Director	No. of Shares vested	Total no. of Shares disposed
Stephen Ashmore	11,687	11,687
Anthony England	7,567	7,567
John Martin	32,539	15,348
Ian Meakins	60,620	28,592
Charles Morrison	10,472	10,472
Frank Roach	41,046	27,340
Richard Shoylekov	12,084	12,084

The table above also shows the number of Vested Shares transacted on 18 November 2014. The price for the disposal of the Vested Shares set out above was 3,434.4373 pence per Share.

These disclosures are made pursuant to the Financial Conduct Authority's Disclosure and Transparency Rule 3.1.4R. The transactions took place in the UK and the Shares are listed on the London Stock Exchange.

Enquiries:

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