

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR 3.3*

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes should in block capital letters.

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| 1. | Name of the <i>issuer</i> UNITED UTILITIES GROUP PLC | 2. | State whether the notification relates to (i) a transaction notified in accordance with <i>DTR 3.1.2 R</i> ; (ii) a disclosure made in accordance with LR 9.8.6 R(1), or; (iii) a disclosure made in accordance with section 793 of the Companies act (2006) (i) |
| 3. | Name of <i>person discharging managerial responsibilities/director</i> MARK CLARE | 4. | State whether notification relates to a <i>person</i> connected with a <i>person discharging managerial responsibilities/director</i> named in 3 and identify the <i>connected person</i> N/A |
| 5. | Indicate whether the notification is in respect of a holding of the <i>person</i> referred to in 3 or 4 above or in respect of a non-beneficial interest MARK CLARE | 6. | Description of <i>shares</i> (including <i>class</i>), debentures or derivatives or financial instruments relating to <i>shares</i> UNITED UTILITIES GROUP PLC ORDINARY SHARES OF 5 PENCE EACH |
| 7. | Name of registered shareholders(s) and, if more than one, the number of <i>shares</i> held by each of them MARK CLARE | 8. | State the nature of the transaction PURCHASE OF ORDINARY SHARES |

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| 9. | Number of <i>shares</i> , debentures or financial instruments relating to <i>shares</i> acquired 7,628 ORDINARY SHARES | 10. | Percentage of issued <i>class</i> acquired (<i>treasury shares</i> of that <i>class</i> should not be taken into account when calculating percentage) 0.0011% |
| 11. | Number of <i>shares</i> , debentures or financial instruments relating to <i>shares</i> disposed N/A | 12. | Percentage of issued <i>class</i> disposed (<i>treasury shares</i> of that <i>class</i> should not be taken into account when calculating percentage) N/A |
| 13. | Price per <i>share</i> or value of transaction 658 PENCE PER SHARE | 14. | Date and place of transaction 5 DECEMBER 2013, ENGLAND |
| 15. | Total holding following notification and total percentage holding following notification (any <i>treasury shares</i> should not be taken into account when calculating percentage) MARK CLARE - 7,628 ORDINARY SHARES (0.0011%) | 16. | Date issuer informed of transaction 6 DECEMBER 2013 |

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

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| 17. | Date of grant | 18. | Period during which or date on which it can be exercised |
| 19. | Total amount paid (if any) for grant of the option | 20. | Description of <i>shares</i> or debentures involved (<i>class</i> and number) |
| 21. | Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise | 22. | Total number of <i>shares</i> or debentures over which options held following notification |
| 23. | Any additional information | 24. | Name of contact and telephone number for queries JANE GILMORE 01925 237052 |

Name and signature of duly authorised officer of issuer responsible for making notification

JANE GILMORE, DEPUTY COMPANY SECRETARY

Date of notification 6 DECEMBER 2013