

UNITED UTILITIES GROUP PLC
DIRECTORS' AND PDMRS' SHAREHOLDINGS
NOTIONAL AND ACTUAL DIVIDEND REINVESTMENTS
4 FEBRUARY 2014

Performance Share Plan

Under the rules of the performance share plan ('the plan'), awards are subject to uplift for notional dividends made or paid during the performance period. Accordingly, the dividend shares shown below have been notionally added to and form part of the award. In respect of the interim dividend of 12.01 pence per share paid on 3 February 2014, the number of additional shares granted has been calculated using the closing share price on 3 February 2014 of 722.50 pence per share. The figures reflect the maximum number of shares over which the option might be exercised. The actual number will depend upon the extent to which the established performance conditions are satisfied over the performance period. The awards are issued for nil consideration and may be exercised at nil cost to the participant. No further awards will be granted under this plan.

Awarded 8 July 2011 - Performance period 1 April 2011 to 31 March 2014

Name of director/person discharging managerial responsibilities	Original no. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 3 February 2014	Balance carried forward
Steve Mogford	75,020	85,281	1,417	86,698
Russ Houlden	46,166	52,479	872	53,351
Gaynor Kenyon	14,427	16,397	272	16,669
Steven Fraser	18,961	21,552	358	21,910
Sally Cabrini	17,724	20,146	334	20,480
Neil Colman	13,190	14,991	249	15,240
Tony Conway	13,190	14,991	249	15,240
Gary Dixon	12,937	14,704	244	14,948
Simon Gardiner	16,949	19,265	320	19,585
Janice Smethurst	7,796	8,860	147	9,007
Paula Steer	4,065	4,618	76	4,694

Awarded 15 June 2012 - Performance period 1 April 2012 to 31 March 2015

Name of director/person discharging managerial responsibilities	Original no. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 3 February 2014	Balance carried forward
Sue Amies-King	9,404	10,157	168	10,325
Sally Cabrini	15,797	17,064	283	17,347
Neil Colman	11,756	12,698	211	12,909
Tony Conway	11,756	12,698	211	12,909
Gary Dixon	11,217	12,115	201	12,316
Steven Fraser	18,368	19,840	329	20,169

Simon Gardiner	14,695	15,872	263	16,135
Jonathan Hodgkin	12,490	13,491	224	13,715
Russ Houlden	42,174	45,557	757	46,314
Gaynor Kenyon	13,115	14,166	235	14,401
Steve Mogford	66,862	72,227	1,200	73,427
Janice Smethurst	6,759	7,300	121	7,421
Paula Steer	7,053	7,618	126	7,744

Matching Share Award Plan

Under the rules of the matching share award plan ('the plan'), awards are subject to uplift for notional dividends made or paid during the performance period. Accordingly, the dividend shares shown below have been notionally added to and form part of the award. In respect of the interim dividend of 12.01 pence per share paid on 3 February 2014, the number of additional shares granted has been calculated using the closing share price on 3 February 2014 of 722.50 pence per share. The figures reflect the maximum number of shares over which the option might be exercised. The actual number will depend upon the extent to which the established performance conditions are satisfied over the performance period. The awards are issued for nil consideration and may be exercised at nil cost to the participant. No further awards will be granted under this plan.

Awarded 8 July 2011 – Performance period 1 April 2011 to 31 March 2014

Name of director/person discharging managerial responsibilities	No. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 3 February 2014	Balance carried forward
Steve Mogford	16,313	18,542	308	18,850
Russ Houlden	21,140	24,030	399	24,429
Sally Cabrini	9,025	10,257	170	10,427
Steven Fraser	9,965	11,325	188	11,513
Gaynor Kenyon	2,595	2,948	49	2,997

Awarded 15 June 2012 – Performance period 1 April 2012 to 31 March 2015

Name of director/person discharging managerial responsibilities	No. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 3 February 2014	Balance carried forward
Sally Cabrini	6,575	7,102	118	7,220
Neil Colman	3,063	3,308	54	3,362
Tony Conway	4,459	4,815	80	4,895
Gary Dixon	2,014	2,174	36	2,210
Steven Fraser	7,415	8,009	133	8,142
Simon Gardiner	4,618	4,987	82	5,069
Russ Houlden	29,684	32,064	532	32,596
Gaynor Kenyon	2,491	2,690	44	2,734
Steve Mogford	48,151	52,014	864	52,878

Deferred Share Award Plan

Under the rules of the deferred share award scheme ('the scheme') awards are subject to uplift for notional dividends made or paid during the vesting period. Accordingly the dividend shares shown below have been notionally added to and form part of the award. In respect of the interim dividend of 12.01 pence per share paid on 3 February 2014, the number of additional shares awarded has been calculated using the closing share price on 3 February 2014 of 722.50 pence per share. Under the terms of the scheme, awards will (which are structured as options to acquire shares in the company with a zero exercise price) be satisfied by using shares purchased in the market or by payment of a cash amount equal to the market value, on the date of exercise, of the shares (including dividend equivalent shares) held. Newly issued or treasury shares cannot be used to satisfy awards under this plan.

Participants cannot be directors of the company at the time of grant. The awards will normally become capable of exercise after the end of the vesting period and must be exercised within 90 days thereafter. The ability to exercise an award is not subject to satisfying a performance target.

Vesting period – 3 July 2012 – 3 July 2015

Name of director/person discharging managerial responsibilities	No. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 2 February 2014	Balance carried forward
Steven Fraser	19,352	20,904	347	21,251

Matched Share Investment Schemes

Russ Houlden – awarded 1 October 2010

As part of the terms of Russ Houlden's recruitment, the company established a matched share incentive scheme for him as sole participant by which the company undertook to match an investment of 36,710 shares made by Mr Houlden himself upon his appointment provided he remains with the company until October 2015. The award is subject to uplift for notional dividends made or paid during the period. In respect of the interim dividend of 12.01p per share paid on 3 February 2014, the number of additional shares granted has been calculated using the closing share prices on 3 February 2014 of 722.50 pence per share.

No. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 3 February 2014	Balance carried forward
36,710	42,487	706	43,193

Steve Mogford – awarded 27 May 2011

As part of the terms of Steve Mogford's recruitment, the company established a matched share incentive scheme for him as sole participant by which the company undertook to match an investment of 86,742 shares made by Mr Mogford himself upon his appointment provided he remains with the company until January 2016. The award is subject to uplift for notional dividends made or paid during the period. In respect of the interim dividend of 12.01p per share paid on 3 February 2014, the number of additional shares granted has been calculated using the closing share prices on 3 February 2014 of 722.50 pence per share.

No. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 3 February 2014	Balance carried forward
86,742	98,605	1,639	100,244

Deferred Bonus Plan

Under the rules of the deferred bonus plan ('the plan') conditional awards are subject to uplift for notional dividends made or paid during the vesting period. Accordingly the dividend equivalent shares shown below have been notionally added to and form part of the award. In respect of the interim dividend of 12.01 pence per share paid on 3 February 2014, the number of additional shares awarded has been calculated using the closing share price on 3 February 2014 of 722.50 pence per share. Under the terms of plan, conditional awards will normally be satisfied at the end of the vesting period by using shares purchased in the market. Newly issued or treasury shares cannot be used to satisfy awards under this plan. The conditional award of shares, as uplifted by dividend equivalent shares, will vest on the vesting date.

Awarded 17 June 2013 – Vesting date 17 June 2016

Name of director/person discharging managerial responsibilities	Original conditional award of shares	Cumulative balance on which notional dividend paid	Dividend equivalent shares added for dividend paid on 3 February 2014	Balance carried forward
Sue Amies-King	2,769	2,856	47	2,903
Sally Cabrini	4,778	4,928	81	5,009
Neil Colman	3,308	3,412	56	3,468
Tony Conway	3,067	3,163	52	3,215
Gary Dixon	3,285	3,388	56	3,444
Steven Fraser	5,396	5,566	92	5,658
Simon Gardiner	4,211	4,343	72	4,415
Jonathan Hodgkin	3,246	3,348	55	3,403
Russ Houlden	31,278	32,265	536	32,801
Gaynor Kenyon	3,600	3,713	61	3,774
Steve Mogford	49,573	51,137	850	51,987

Long Term Plan

Under the rules of the long term plan ('the plan') conditional awards are subject to uplift for notional dividends made or paid during the vesting period. Accordingly the dividend equivalent shares shown below have been notionally added to and form part of the award. In respect of the interim dividend of 12.01 pence per share paid on 3 February 2014, the number of additional shares awarded has been calculated using the closing share price on 3 February 2014 of 722.50 pence per share. The figures reflect the maximum number of shares which will vest. The actual number will depend upon the extent to which the established performance conditions are satisfied over the performance period. Executive directors are subject to a further two-year holding period.

Awarded 29 July 2013 – Performance period 1 April 2013 to 31 March 2016

Name of director/person discharging managerial responsibilities	Original conditional award of shares	Cumulative balance on which notional dividend paid	Dividend equivalent shares added for dividend paid on 3 February 2014	Balance carried forward
Sue Amies-King	15,631	16,124	268	16,392
Sally Cabrini	22,958	23,682	393	24,075
Neil Colman	16,022	16,527	274	16,801
Tony Conway	9,613	9,916	164	10,080
Gary Dixon	15,631	16,124	268	16,392
Steven Fraser	25,694	26,504	440	26,944
Simon Gardiner	20,516	21,163	351	21,514
Jonathan Hodgkin	16,608	17,132	284	17,416
Russ Houlden *	76,203	78,607	1,306	79,913
Gaynor Kenyon	17,859	18,422	306	18,728
Steve Mogford *	120,746	124,556	2,070	126,626
Janice Smethurst	7,257	7,486	124	7,610
Paula Steer	6,699	6,910	114	7,024

* Denotes Executive Director subject to additional 2 year holding period.

Share Incentive Plan

Notification was been received today that the Trustee, Equiniti Share Plan Trustees Limited, purchased ordinary shares of 5p each on behalf of the following directors/PDMRs on 3 February 2014, as dividend reinvestment shares in accordance with the rules of the Company's HMRC approved share incentive plan. The shares were purchased at a price of 720.5 pence per share.

Name of director/person discharging managerial responsibilities	Balance held prior to dividend purchase	No. of Shares purchased	Revised balance
Sue Amies-King	456	7	463
Sally Cabrini	526	8	534
Steven Fraser	2,725	45	2,770
Simon Gardiner	3,796	63	3,859
Gaynor Kenyon	2,421	40	2,461
Neil Colman	3,504	58	3,562
Tony Conway	86	1	87
Russ Houlden	1,122	19	1,141
Gary Dixon	3,128	51	3,179
Steve Mogford	1,111	19	1,130
Janice Smethurst	2,049	34	2,083
Paula Steer	2,492	41	2,533

Further information can be obtained from Jane Gilmore, Deputy Company Secretary 44 1 925 237052.

United Utilities Group's ordinary shares trade on the London Stock Exchange and its ADRs, each equal to two ordinary shares, trade over the counter using the trading symbol "UUGRY"