

**Notification of Transactions of Directors/Persons Discharging Managerial Responsibility and Connected Persons**

1.	Name of the issuer	2.	State whether the notification relates to (i) a transaction notified in accordance with DTR 3.1.2 R, (ii) a disclosure made in accordance LR 9.8.6R(1) or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006).
	UNITED UTILITIES GROUP PLC		(i)
3.	Name of person discharging managerial responsibilities/director	4.	State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person
	STEVE FRASER		N/A
5.	Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a nonbeneficial interest	6.	Description of shares (including class), debentures or derivatives or financial instruments relating to shares
	STEVE FRASER		UNITED UTILITIES GROUP PLC ORDINARY SHARES OF 5 PENCE EACH
7.	Name of registered shareholders(s) and, if more than one, the number of shares held by each of them	8.	State the nature of the transaction
	STEVE FRASER: 33,575 ORDINARY SHARES  SHARE INCENTIVE PLAN: 3,152 ORDINARY SHARES  TOTAL 36,727 ORDINARY SHARES (0.0054%)		SALE OF ORDINARY SHARES
9.	Number of shares, debentures or financial instruments relating to shares acquired	10.	Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)
	N/A		N/A
11.	Number of shares, debentures or financial instruments relating to shares disposed	12.	Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)
	16,524 ORDINARY SHARES		0.0024%

13.	Price per share or value of transaction	14.	Date and place of transaction
	943.5 PENCE PER SHARE		17 FEBRUARY 2015, ENGLAND
15.	Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)	16.	Date issuer informed of transaction
	STEVE FRASER: 17,051 ORDINARY SHARES  SHARE INCENTIVE PLAN: 3,152 ORDINARY SHARES  TOTAL: 20,203 ORDINARY SHARES (0.0030%)		17 FEBRUARY 2015

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

17.	Date of grant	18.	Period during which or date on which exercisable
19.	Total amount paid (if any) for grant of the option	20.	Description of shares or debentures involved (class 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 shares or debentures over which options held following notification
23.	Any additional information	24.	Name of contact and telephone number for queries
			JANE GILMORE 01925 237 052

**Name of authorised official of issuer responsible for making notification**  
**JANE GILMORE, DEPUTY COMPANY SECRETARY**

**Date of notification**     17 FEBRUARY 2015