

## UNITED UTILITIES GROUP PLC

29 JUNE 2016

### NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PDMRs AWARDS GRANTED UNDER THE LONG TERM PLAN 2013 (“LTP”)

This notification is made in accordance with Disclosure Rule 3.1.4R(1)(a) of the Disclosure Rules and Transparency Rules.

On 28 June 2016, United Utilities Group PLC (the “Company”) granted a conditional award over the number of ordinary shares in the capital of the Company (“Shares”) specified below to each of the directors / PDMRs named below, pursuant to the rules of the LTP. The grants of the conditional awards took place in England.

Name of director/PDMR	No. of Shares subject to conditional award
Steve Mogford	98,763
Russ Houlden	62,333
Louise Beardmore	10,442
Steve Fraser	23,397
Sally Cabrini	19,780
Simon Gardiner	17,878
Gaynor Kenyon	14,619
Gary Dixon	12,791
Jonathan Hodgkin	13,574

Each conditional award constitutes a right to acquire Shares subject to the rules of the LTP. Each of the conditional awards is subject to performance conditions to be assessed over the period of three consecutive financial years running from 1 April 2016 to 31 March 2019 (“Performance Period”). The conditional awards will vest on the date following the end of the Performance Period on which the Remuneration Committee of the Company determines the extent to which the performance conditions have been satisfied (or in the case of Steve Mogford and Russ Houlden only, the first day following 28 June 2021 on which those individuals can lawfully trade in Shares) (in either case the “Vesting Date”). The extent to which the performance conditions are satisfied will normally determine the number of Shares which vest pursuant to each conditional award. Each holder of a conditional award will, subject to the rules of the LTP, also be entitled to receive additional Shares determined by reference to the dividends that would have been paid on the number of Shares that vest under that holder’s conditional award in respect of the dividend record dates occurring between the grant date and the Vesting Date of the conditional award concerned.

No consideration is payable by the award holder for the grant of a conditional award or payable for the Shares to be transferred to the award holder following the vesting of a conditional award.

All of the persons identified in the preceding table notified the Company of the grant of the conditional awards to them under the Plan on 28 June 2016 pursuant to Disclosure Rule 3.1.2R of the Disclosure Rules and Transparency Rules.

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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 under the Trading Symbol "UUGRY".