

UNITED UTILITIES GROUP PLC

DIRECTORS' AND PDMRS' SHAREHOLDINGS

NOTIONAL AND ACTUAL DIVIDEND REINVESTMENTS

6 AUGUST 2012

Performance Share Plan

Under the rules of the performance share 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 final dividend of 21.34 pence per share paid on 3 August 2012, the number of additional shares granted has been calculated using the closing share price on 3 August 2012 of 686.5 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.

Awarded 12 July 2010 - Performance period 1 April 2010 to 31 March 2013

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 August 2012	Balance carried forward
Gaynor Kenyon	14,923	16,614	516	17,130
Steven Fraser	18,034	20,077	624	20,701
Russ Houlden	47,578	52,973	1,646	54,619

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 August 2012	Balance carried forward
Steve Mogford	75,020	78,945	2,454	81,339
Russ Houlden	46,166	48,581	1,510	50,091
Gaynor Kenyon	14,427	15,181	471	15,652
Steven Fraser	18,961	19,952	620	20,572
Sally Cabrini	17,724	18,651	579	19,230
Neil Colman	13,190	13,879	431	14,310
Anthony Conway	13,190	13,879	431	14,310
Gary Dixon	12,937	13,613	423	14,036
Simon Gardiner	16,949	17,835	554	18,389
Janice Smethurst	7,796	8,203	254	8,457

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	Shares added for dividend paid 3 August 2012	Balance carried forward
Sue Amies-King	9,404	292	9,696
Sally Cabrini	15,797	491	16,288
Neil Colman	11,756	365	12,121
Tony Conway	11,756	365	12,121
Gary Dixon	11,217	348	11,565
Steven Fraser	18,368	570	18,938
Simon Gardiner	14,695	456	15,151
Jonathan Hodgkin	12,490	388	12,878
Russ Houlden	42,174	1310	43,484
Gaynor Kenyon	13,115	407	13,522
Steve Mogford	66,862	2078	68,940
Janice Smethurst	6,759	210	6,969

Matching Share Award Plan

Under the rules of the matching share award 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 final dividend of 21.34 pence per share paid on 3 August 2012, the number of additional shares granted has been calculated using the closing share price on 3 August 2012 of 686.5 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.

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 August 2012	Balance carried forward
Steve Mogford	16,313	17,166	533	17,699
Russ Houlden	21,140	22,246	691	22,937
Sally Cabrini	9,025	9,496	295	9,791
Steven Fraser	9,965	10,485	325	10,810
Gaynor Kenyon	2,595	2,730	84	2,814

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	Shares added for dividend paid 3 August 2012	Balance carried forward
Sally Cabrini	6,575	204	6,779
Neil Colman	3,063	95	3,158

Anthony Conway	4,459	138	4,597
Gary Dixon	2,014	62	2,076
Steven Fraser	7,415	230	7,645
Simon Gardiner	4,618	143	4,761
Russ Houlden	29,684	922	30,606
Gaynor Kenyon	2,491	77	2,568
Steve Mogford	48,151	1,496	49,647

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 final dividend of 21.34 pence per share paid on 3 August 2012, the number of additional shares awarded has been calculated using the closing share price on 3 August 2012 of 686.5 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. No directors of the company can participate in the scheme. 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 – 28 July 2010 – 28 July 2013

Name of director/senior manager discharging managerial responsibilities 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 August 2012	Balance carried forward
Sally Cabrini	6,631	7,382	229	7,611
Gary Dixon	13,621	15,162	471	15,633
Simon Gardiner	6,005	6,685	207	6,892

Vesting period – 3 July 2012 – 3 July 2015

Name of director/person discharging managerial responsibilities	No. of Ordinary shares awarded	Shares added for dividend paid 3 August 2012	Balance carried forward
Steven Fraser	19,352	601	19,953

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 final dividend of 21.34p per share paid on 3 August 2012, the number of additional shares granted has been calculated using the closing share prices on 3 August 2012 of 686.5 pence per share.

No. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 3 August 2012	Balance carried forward
36,710	39,332	1,222	40,554

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 final dividend of 21.34p per share paid on 3 August 2012, the number of additional shares granted has been calculated using the closing share prices on 3 August 2012 of 686.5 pence per share.

No. of Ordinary shares awarded	Cumulative balance on which notional dividend paid	Shares added for dividend paid 3 August 2012	Balance carried forward
86,742	91,281	2,837	94,118

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 August 2012, 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 677 pence per share.

Name of director/person discharging managerial responsibilities	Balance held prior to dividend purchase	No. of Shares purchased	Revised balance
Steven Fraser	2,156	67	2,223
Simon Gardiner	3,152	99	3,251
Gaynor Kenyon	1,876	59	1,935
Neil Colman	2,881	90	2,971
Russ Houlden	677	20	697
Gary Dixon	2,532	79	2,611
Steve Mogford	667	20	687
Janice Smethurst	1,534	47	1,581

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

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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"