

**Notification of Transactions of (1) Persons Discharging Managerial Responsibility and (2) Persons closely associated with
Persons Discharging Managerial Responsibility**

This form is intended for use by an issuer making a notification required by Rules 7.2 and 7.3 of the **Central Bank of Ireland's Market Abuse Rules** in relation to a person falling within either of the above categories of individual. These categories are defined in Regulation 12 (8) of the Market Abuse (Directive 2003/6/EC) Regulations 2005 and are detailed as part of this form.

All relevant boxes should be completed in block capital letters.

1	Name of the Issuer Greencore Group plc	2	Name of person discharging managerial responsibilities Mr Gary Kennedy
3	State whether notification relates to a person closely associated with a person discharging managerial responsibilities named in 2 and identify the connected person Notification relates to Non-Executive Director named in 2	4	Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest Notification relates to holding of Non-Executive Director named in 2
5	Description of shares or derivatives or other financial instruments linked to them Ordinary Shares of £0.01 each	6	Name of registered shareholder(s) and, if more than one, number of shares or derivatives or other financial instruments linked to them, held by each shareholder Mr Gary Kennedy
7	State the nature of the transaction Take up of 2017 Interim Dividend Scrip Dividend Offer	8	Number of shares, derivatives or other financial instruments linked to them acquired 738 Ordinary Shares
9	Number of shares, derivatives or other financial instruments linked to them disposed of N/A	10	Price per share or derivative or other financial instrument linked to them or value of transaction £2.50 per Ordinary Share
11	Date and place of transaction 03 October 2017 Dublin, Ireland	12	Date issuer informed of transaction 04 October 2017
13	Any additional information N/A	14	Name of contact and telephone number for queries Conor O'Leary 01 605 1004

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

Conor O'Leary

Date of notification 04 October 2017

Regulation 12(8) of the Market Abuse (Directive 2003/6/EC) Regulations 2005 ('the Regulations') provides that:

“person discharging managerial responsibilities”, in relation to an issuer of financial instruments, means a person who is -

- (a) a member of the administrative, management or supervisory bodies of the issuer, or
- (b) a senior executive -
 - (i) who is not a member of the bodies referred to in paragraph (a) of this definition,
 - (ii) having regular access to inside information relating, directly or indirectly, to the issuer, and
 - (iii) having the power to make managerial decisions affecting the future developments and business prospects of the issuer.

“person closely associated”, in relation to a person discharging managerial responsibilities within an issuer of financial instruments, means -

- (a) the spouse of the person discharging managerial responsibilities,
- (b) dependent children of the person discharging managerial responsibilities,
- (c) other relatives of the person discharging managerial responsibilities, who have shared the same household as that person for at least one year on the date of the transaction concerned,
- (d) any person -
 - (i) the managerial responsibilities of which are discharged by a person -
 - (i) discharging managerial responsibilities within the issuer, or
 - (ii) referred to in paragraph (a), (b) or (c) of this definition,
 - (ii) that is directly or indirectly controlled by a person referred to in subparagraph (i) of paragraph (d) of this definition,
 - (iii) that is set up for the benefit of a person referred to in subparagraph (i) of paragraph (d) of this definition, or
 - (iv) the economic interests of which are substantially equivalent to those of a person referred to in subparagraph (i) of paragraph (d) of this definition;

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1	Name of the Issuer Greencore Group plc	2	Name of person discharging managerial responsibilities Mr Patrick Coveney
3	State whether notification relates to a person closely associated with a person discharging managerial responsibilities named in 2 and identify the connected person Notification relates to Executive Director named in 2	4	Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest Notification relates to holding of Executive Director named in 2
5	Description of shares or derivatives or other financial instruments linked to them Ordinary Shares of £0.01 each	6	Name of registered shareholder(s) and, if more than one, number of shares or derivatives or other financial instruments linked to them, held by each shareholder Mr Patrick Coveney
7	State the nature of the transaction Take up of 2017 Interim Dividend Scrip Dividend Offer	8	Number of shares, derivatives or other financial instruments linked to them acquired 23,206 Ordinary Shares
9	Number of shares, derivatives or other financial instruments linked to them disposed of N/A	10	Price per share or derivative or other financial instrument linked to them or value of transaction £2.50 per Ordinary Share
11	Date and place of transaction 03 October 2017 Dublin, Ireland	12	Date issuer informed of transaction 03 October 2017
13	Any additional information N/A	14	Name of contact and telephone number for queries Conor O'Leary 01 605 1004
<p>Name and signature of duly designated officer of issuer responsible for making notification</p> <p>Conor O'Leary</p> <p>Date of notification 04 October 2017</p>			

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“person closely associated”, in relation to a person discharging managerial responsibilities within an issuer of financial instruments, means -

- (a) the spouse of the person discharging managerial responsibilities,
- (b) dependent children of the person discharging managerial responsibilities,
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- (d) any person -
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 - (i) discharging managerial responsibilities within the issuer, or
 - (ii) referred to in paragraph (a), (b) or (c) of this definition,
 - (ii) that is directly or indirectly controlled by a person referred to in subparagraph (i) of paragraph (d) of this definition,
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1	Name of the Issuer Greencore Group plc	2	Name of person discharging managerial responsibilities Mr Eoin Tonge
3	State whether notification relates to a person closely associated with a person discharging managerial responsibilities named in 2 and identify the connected person Notification relates to Executive Director's spouse, Ms Annabel Tonge	4	Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest Notification relates to holding of Executive Director's spouse named in 3
5	Description of shares or derivatives or other financial instruments linked to them Ordinary Shares of £0.01 each	6	Name of registered shareholder(s) and, if more than one, number of shares or derivatives or other financial instruments linked to them, held by each shareholder Ms Annabel Tonge
7	State the nature of the transaction Take up of 2017 Interim Dividend Scrip Dividend Offer	8	Number of shares, derivatives or other financial instruments linked to them acquired 1,372 Ordinary Shares
9	Number of shares, derivatives or other financial instruments linked to them disposed of N/A	10	Price per share or derivative or other financial instrument linked to them or value of transaction £2.50 per Ordinary Share
11	Date and place of transaction 03 October 2017 Dublin, Ireland	12	Date issuer informed of transaction 03 October 2017
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<p align="center">Name and signature of duly designated officer of issuer responsible for making notification</p> <p align="center">Conor O'Leary</p> <p align="center">Date of notification 04 October 2017</p>			

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1	Name of the Issuer Greencore Group plc	2	Name of person discharging managerial responsibilities Ms Heather Ann McSharry
3	State whether notification relates to a person closely associated with a person discharging managerial responsibilities named in 2 and identify the connected person Notification relates to Non-Executive Director named in 2	4	Indicate whether the notification is in respect of a holding of the person referred to in 2 or 3 above or in respect of a non-beneficial interest Notification relates to holding of Non-Executive Director named in 2
5	Description of shares or derivatives or other financial instruments linked to them Ordinary Shares of £0.01 each	6	Name of registered shareholder(s) and, if more than one, number of shares or derivatives or other financial instruments linked to them, held by each shareholder Ms Heather Ann McSharry
7	State the nature of the transaction Take up of 2017 Interim Dividend Scrip Dividend Offer	8	Number of shares, derivatives or other financial instruments linked to them acquired 184 Ordinary Shares
9	Number of shares, derivatives or other financial instruments linked to them disposed of N/A	10	Price per share or derivative or other financial instrument linked to them or value of transaction £2.50 per Ordinary Share
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