



NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR 3.1.4R(1)*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating to the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the *issuer*

RPC Group Plc

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

Notification relates to (i)

3. Name of *person discharging managerial responsibilities/director*

Ronald John Edward Marsh

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

Notification relates to person named in 3

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 non-beneficial interest

Notification is in respect of a holding of the person named in 3

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

Ordinary 5p shares

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

Ronald John Edward Marsh

8 State the nature of the transaction

Exercise of Executive Share Options and sale of sufficient to cover the purchase cost and income tax liability

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired



50,000 Ordinary 5p shares

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

0.01%

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

38,298 Ordinary 5p shares

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

0.04%

13. Price per *share* or value of transaction

Purchase (exercise) price £1.455 per share

Sale price £2.43 per share

14. Date and place of transaction

12 March 2010, Higham Ferrers, Northants and London

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

Total holding 1,882,905 shares; total percentage holding 1.90%

16. Date issuer informed of transaction

12 March 2010

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 it can be exercised

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

Rebecca Joyce, Company Secretary 01933 410064

Name and signature of duly authorised officer of *issuer* responsible for making notification

Rebecca Katherine Joyce

Date of notification

15 March 2010

END