

P.E. 12/21/01



02012239

**FORM 6-K**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of**

**The Securities Exchange Act of 1934**

For ...21 December..., 2001

**UNITED UTILITIES PLC**

(Translation of registrant's name into English)

**Dawson House, Great Sankey  
Warrington, Cheshire ENGLAND WA5 3LW**  
(Address of principal executive offices)



**PROCESSED**

**FEB 11 2002**

**THOMSON  
FINANCIAL**

[Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F]

Form 20-F.....X..... Form 40-F.....

[Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.]

Yes..... No...X.....

[If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorised.

**UNITED UTILITIES PLC**  
(Registrant)

Date: 21 December 2001

BY ..Tim Rayner.....  
Tim Rayner  
Company Secretary

Print the name and title of the signing officer under his signature

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

- 1) Name of company UNITED UTILITIES PLC
- 2) Name of director LESLIE WILLIAM DAWSON
- 3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

DIRECTOR

- 4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

LESLIE WILLIAM DAWSON - NONE

- 5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s)

N/A

- 6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

PURCHASE OF SHARES

- 7) Number of shares/amount of stock acquired

2000

- 8) Percentage of issued class

0.00036%

- 9) Number of shares/amount of stock disposed

- 10) Percentage of issued class

- 11) Class of security

ORDINARY

- 12) Price per share

£5.945

13) Date of transaction

18 DECEMBER 2001

14) Date company informed

21 DECEMBER 2001

15) Total holding following this notification

2000

16) Total percentage holding of issued class following this notification

0.00036%

**If a director has been granted options by the company please 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, number

21) Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

22) Total number of shares or debentures over which options held following this notification

23) Any additional information

24) Name of contact and telephone number for queries

JANE GILMORE - 01925 237055

25) Name and signature of authorised company official responsible for making this notification

Date of Notification...21 DECEMBER 2001....T M RAYNER.....