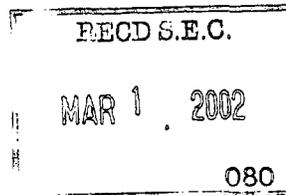




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PE
2/28/02



**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON DC 20549**

FORM 6-K

Report of Foreign Issuer

Pursuant to rule 13a-16 or 15d-16 of

the Securities Exchange Act of 1934

File No. 0-17140

For the month of February 2002

Tomkins PLC

(Translation of registrant's name into English)

**East Putney House, 84 Upper Richmond Road,
London SW15 2ST, United Kingdom
(Address of principal executive offices)**

PROCESSED

MAR 18 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........ 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.

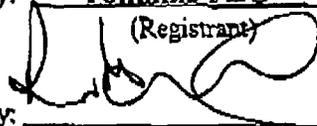
Yes.....No.......

**Re: Notification of Major Interests in Shares
dated 19 February 2002**

SIGNATURES

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

By: Tomkins PLC
(Registrant)



Date February 25, 2002

By: _____

Name: RICHARD NORMAN MERCHANT
Title: DIRECTOR AND COMPANY SECRETARY

Schedule 10 - Notification of Major Interests in Shares

Number of reports in announcement:

1 ✓

Company Name:

Tomkins PLC ✓

Full Issuer Name:

Tomkins PLC ✓

AVS Security Number:

Unknown ✓

Release Date:

IMMEDIATELY ✓

Release Time:

IMMEDIATELY ✓

Embargo Details:

Telephone Confirmation of Release Required:

Contact Name:

Denise Burton ✓

Tel. No:

020-8871-4544 ✓

Announcement Given To Third Parties:

Amendment:

No ✓

Headline:

Holding in company ✓

Schedule 10 - Notification of Major Interests in Shares

1 Name of company:

Tomkins PLC ✓

2 Name of shareholder having a major interest:

Britel Fund Trustees Limited ✓

3 Please state whether notification indicates that it is in respect of holding

*Checked
All*

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:
As 2 above ✓

4 Name of registered holder(s) and, if more than one holder, the number of shares held by each of them:
See additional information ✓

5 Number of shares/amount of stock acquired:
Not applicable ✓

6 Percentage of issued class:
Not applicable ✓

7 Number of shares/amount of stock disposed:
Not notified (see additional info.) ✓

8 Percentage of issued class:
Not notified ✓

9 Class of security:
Ordinary shares of 5p each ✓

10 Date of transaction:
Not notified ✓

11 Date company informed:
19 February 2002 ✓

12 Total holding following this notification:
14,766,951 ✓

13 Total percentage holding of issued class following this notification:
1.91458t ✓

14 Contact name for queries:
Denise Burton ✓

15 Contact telephone number:
020-8871-4544 ✓

16 Name of company official responsible for making notification:
Denise Burton ✓
Deputy Company Secretary ✓

17 Date of notification:
19 February 2002 ✓

Additional Information: ✓

4. Registered Holders:- ✓

Britel Fund Nominees Limited ✓	4,201,366 ✓
Chase Nominees Limited ✓	10,565,585 ✓

TOTAL	14,766,951 ✓

7. The shareholder's notifiable interest has decreased from a percentage holding of greater than 3% to less than 3%.

NNNN