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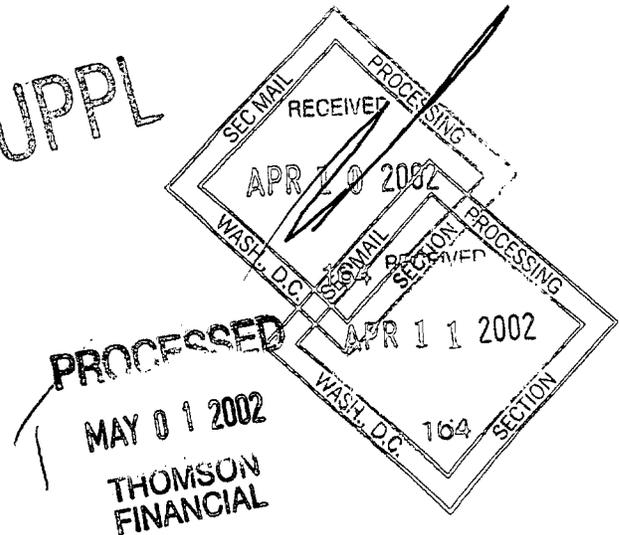
4/10/2002

FEDERAL EXPRESS

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-0405

SUPL

Re: ICAP plc - AVS No. 455353



Ladies and Gentlemen:

On behalf of ICAP plc, in accordance with Rule 12g3-2(b) under the Securities Exchange Act, we are furnishing with this letter the attached information that ICAP plc has made public pursuant to the laws of England, has filed with the London Stock Exchange or has distributed to its shareholders.

Please acknowledge receipt of this information by stamping the enclosed copy of this letter and returning it to us in the enclosed stamped, self-addressed envelope.

Very truly yours,

Roger C. Campbell
Senior Vice President &
General Counsel

RC:nj
Enclosures

llw 4/19



Memorandum

To: Charles Gregson
Michael Spencer
Jim Pettigrew
Declan Kelly
David Gelber
Mike Sheard
Edward Park

cc: Roger Campbell (for US filing) – 001 201 369 5678
Ed Knight – Merrill Lynch – 020 7772 2919

From: Helen Broomfield

Date: 10 April 2002

Subject: **Announcement to the Stock Exchange – Paul Zuckerman**

Please find attached a copy of a letter sent to the London Stock Exchange Announcements Office today.

Kind regards

A handwritten signature in black ink, appearing to read "Helen", followed by a horizontal line.

Helen Broomfield
Deputy Company Secretary

Encs.

May 2000

Schedule 11

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

AVS NO 455353

All relevant boxes should be completed in block capital letters.

1. Name of company <p style="text-align: center;">ICAP PLC</p>		2. Name of director <p style="text-align: center;">PAUL ZUCKERMAN</p>	
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 19 or in respect of a non-beneficial interest <p style="text-align: center;">AS IN 2 ABOVE</p>		4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified) <p style="text-align: center;">PAUL ZUCKERMAN 7,350</p>	
5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s) <p style="text-align: center;">AS IN 2 ABOVE</p>		6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single class PEP and if discretionary/non discretionary <p style="text-align: center;">PURCHASE OF SHARES</p>	
7. Number of shares/amount of stock acquired <p style="text-align: center;">1240</p>	8. Percentage of issued class <p style="text-align: center;">0.001%</p>	9. Number of shares/amount of stock disposed <p style="text-align: center;">N/A</p>	10. Percentage of issued class <p style="text-align: center;">N/A</p>
11. Class of security <p style="text-align: center;">ORDINARY SHARES 50P</p>	12. Price per share <p style="text-align: center;">£8.176</p>	13. Date of transaction <p style="text-align: center;">28/03/02</p>	14. Date company informed <p style="text-align: center;">10/04/02</p>
15. Total holding following this notification <p style="text-align: center;">8,590</p>		16. Total percentage holding of issued class following this notification <p style="text-align: center;">0.008%</p>	
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 <p style="text-align: center;">HELEN BROOMFIELD 020 7463 4388</p>		
25. Name and signature of authorised company official responsible for making this notification <p style="text-align: center;"><i>Hele Broomfield</i> HELEN BROOMFIELD DEPUTY COMPANY SECRETARY</p> Date of notification 10 April 2002			

Company Announcements Office, Old Broad Street, London EC2N 1HP
 Facsimile: 020 7586 6057, 020 7334 8964/8965/8966 (PLEASE DO NOT POST)
 Enquiries: Company Monitoring and Enquiries; UK Listing Authority