

02 MAY 2002  
The Morgan Crucible Company plc23<sup>rd</sup> May 2002Morgan House, Madeira Walk,  
Windsor, Berkshire SL4 1EP  
Telephone: 01753 837000  
Telefax: 01753 850872  
Fax No. 3824  
www.morgancrucible.comOffice of International Corporate Finance  
Division of Corporation Finance  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, DC 20549Re: The Morgan Crucible Company plc – File No. 82-3387

SUPPL

Ladies and Gentlemen:

The enclosed material is furnished pursuant to Rule 12g3-2(b) on behalf of The Morgan Crucible Company plc (the 'Company'), File No.82-3387.

Such material shall not be deemed to be 'filed' with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934, as amended (the 'Act').

The furnishing of any such material shall not constitute an admission for any purpose that the Company is subject to the Act.

Sincerely,

**Tracey Bigmore**  
Manager, Company Secretariat

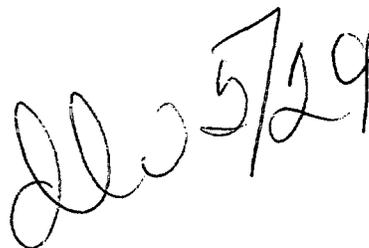
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Enclosure



Company	Morgan Crucible Co PLC
TIDM	MGCR
Headline	Grant of Option
Released	11:37 23 May 2002
Number	3278W

**SCHEDULE 11**

**NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS**

- 1) Name of company:  
The Morgan Crucible Company plc
- 2) Name of director:  
Mr Nigel Robert Young
- 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 named in 2
- 4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified):  
Mr Nigel Robert Young
- 5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s):  
Director named in 2
- 6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary:  
Grant of Option
- 7) Number of shares/amount of stock acquired:  
NIL
- 8) Percentage of issued class:  
NIL
- 9) Number of shares/amount of stock disposed:  
NIL
- 10) Percentage of issued class:  
NIL
- 11) Class of security:  
N/A
- 12) Price per share:  
N/A
- 13) Date of transaction:  
N/A
- 14) Date of notification:  
N/A
- 15) Total holding following this notification:  
N/A
- 16) Total percentage holding of issued class following this notification:  
N/A

If a director has been granted options by the company, please complete the following fields:

17) Date of grant:  
22 May 2002

18) Period during which or date on which exercisable:  
22 May 2005 - 21 May 2012

19) Total amount paid (if any) for grant of the option:  
NIL

20) Description of shares or debentures involved: class, number:  
Ordinary shares of 25p each, 150,000

21) Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise:  
178.5p per share

22) Total number of shares or debentures over which options held following this notification:  
150,000

23) Any additional information:  
Option granted pursuant to The Morgan Executive Share Option Scheme 1995

24) Name of contact and telephone number for queries:  
Mr D.J. Coker 01753 837222

25) Name and signature of authorised company official responsible for making this notification:  
Mr D.J. Coker  
Company Secretary

Date of Notification:  
23rd May 2002

END

<b>Company</b>	Morgan Crucible Co PLC
<b>TIDM</b>	MGCR
<b>Headline</b>	Circ re AGM/Class Meeting
<b>Released</b>	11:49 23 May 2002
<b>Number</b>	3281W

**Shareholder Circular incorporating Notice of Annual General Meeting and Class Meeting**

A copy of the above document has been submitted to the UK Listing Authority and will shortly be available for inspection at the Document Viewing Facility which is situated at:

Financial Services Authority  
25 The North Colonnade  
Canary Wharf  
London  
E14 5HS

END