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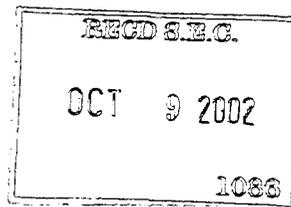
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THOMSON  
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WRITER'S DIRECT LINE  
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October 9, 2002



Securities and Exchange Commission  
Office of International Corporate Finance  
Division of Corporation Finance, Stop 3-2  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Re: Grencore Group plc  
Commission File Number 82-4908



Dear Sir:

On behalf of Grencore Group plc, a company organized under the laws of the Republic of Ireland (File No. 82-4908), we are enclosing herewith documents containing information required to be furnished to the Securities and Exchange Commission pursuant to Rule 12g3-2(b) of the Securities Exchange Act of 1934, as amended. The Commission file number of Grencore Group plc has been indicated in the upper right hand corner of each unbound page and the first page of each bound document enclosed herewith.

Please acknowledge receipt of this letter and the accompanying documents by endorsing the enclosed copy of this letter and returning it to our waiting messenger.

Very truly yours,

*Gregory A. Bailey*  
Gregory A. Bailey

*dlw*  
*10/30*

GRENCORE GROUP PLC

CONTACT: MS. C.M. BERGIN

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SALE OF ERIN AND RODGERS BY GRENCORE

GRENCORE GROUP plc ("GRENCORE") ANNOUNCES TODAY THAT IT HAS COMPLETED THE SALE OF ITS SUBSIDIARIES ERIN FOODS LIMITED, ERIN FOODS MANUFACTURING LIMITED (TOGETHER "ERIN") AND WILLIAM RODGERS (FOODS) LIMITED ("RODGERS"), HAVING RECEIVED REGULATORY APPROVAL, TO CAMPBELL SOUP COMPANY ("CAMPBELL") FOR €27.2 MILLION.

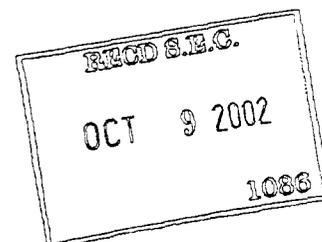
ERIN, WHICH IS BASED IN THURLES, IRELAND MANUFACTURES A RANGE OF BRANDED AND OWN LABEL DRIED SOUPS, SAUCES AND SNACK MEALS. RODGERS, WHICH IS BASED IN KIRKBY-IN-ASHFIELD, UK, MANUFACTURES PASTA IN SAUCE AND SAVOURY RICE AND A VARIETY OF DRIED PACKAGED GROCERIES IN PRIVATE LABEL FORMATS.

COMMENTING ON THE SALE, GRENCORE'S CHIEF EXECUTIVE, DAVID DILGER SAID "WE ARE VERY PLEASED TO HAVE COMPLETED THIS TRANSACTION WITH CAMPBELL. ERIN FOODS WILL SIGNIFICANTLY BENEFIT FROM BECOMING A PART OF THE WORLD'S LEADING SOUP COMPANY".

C.M. BERGIN  
GROUP COMPANY SECRETARY

GRENCORE GROUP PLC  
ST. STEPHEN'S GREEN HOUSE  
EARLSFORT TERRACE  
DUBLIN 2

20<sup>th</sup> September, 2002.



GRENCORE GROUP PLC

CONTACT MS C.M. BERGIN

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NOTIFICATION OF INTEREST IN GRENCORE SHARES

GRENCORE GROUP PLC ("GRENCORE") HAS RECEIVED A NOTIFICATION TODAY FROM BANK OF IRELAND ASSET MANAGEMENT LIMITED DATED 28<sup>TH</sup> AUGUST 2002, THAT BANK OF IRELAND NOMINEES LIMITED ("BANK OF IRELAND") HAS A NOTIFIABLE INTEREST IN 26,246,510 (13.96%) ORDINARY SHARES IN THE ISSUED ORDINARY SHARE CAPITAL OF GRENCORE. OF THESE 25,730,467 SHARES ARE REGISTERED IN THE NAME OF BANK OF IRELAND NOMINEES LIMITED, 162,942 SHARES ARE REGISTERED IN THE NAME OF NORTRUST NOMINEES AND 353,101 ARE REGISTERED IN THE NAME OF CITIBANK NOMINEES LIMITED. THE SHARES ARE HELD ON BEHALF OF A RANGE OF CLIENTS OF BANK OF IRELAND, NORTRUST AND CITIBANK.

C.M. Bergin  
Group Company Secretary

cc. David Dejeu  
Patrick Kennedy  
Conor O'Leary

Grencore Group plc,  
St. Stephen's Green House,  
Earlsfort Terrace,  
Dublin 2

29<sup>th</sup> August 2002