

02 NOV 21 AM 9:36



BTRsec/RLS Admin/Letters/2002/0535

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington DC 20549  
USA



82-2142

6 November 2002

SUPPL

Dear Sirs,

**12g3 - 2 (b) Exemption**

In accordance with the Company's exemption from disclosure requirements under Rule 12g3 - 2 (b) of the 1934 Securities Exchange Act please find enclosed notifications released to the London Stock Exchange concerning

- 1) Major Interests in Shares and
- 2) Director's Declaration.

Yours faithfully,

PROCESSED

DEC 09 2002

THOMSON  
FINANCIAL

**Rachel Spencer  
Deputy Secretary**

**Invensys plc**

Tel: 0207 821 3749

Fax: 0207 821 3884

Email: [rachel.spencer@invensys.com](mailto:rachel.spencer@invensys.com)

Copy to: Mr. B. Mangino  
Mr. M. Downing

dw 11/26



"emailalert@hemscott.  
co.uk" <emailalert  
04/11/2002 17:02

To: "venetia.brown@invensys.com" <venetia.brown@invensys.com>  
CC:  
Subject: News Alert: Invensys PLC - Holding(s) in Company

This Email News Alert service is brought to you by Invensys and  
<http://www.hemscott.net>

RNS Number:3288D  
Invensys PLC  
04 November 2002

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

1) Name of company

Invensys plc

2) Name of shareholder having a major interest

Franklin Resources, Inc.

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

Notice is given by Franklin Resources, Inc. and its  
affiliates,  
which includes Franklin Mutual Advisers, LLC and Templeton  
Worldwide, Inc. and its affiliates. These holdings form  
part of  
funds managed on behalf of clients.

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

Bankers Trust Company	- 828,601
Bank of New York Europe Ltd	- 85,279
Bank of New York	- 3,075,031
Chase Nominees Ltd	- 57,327,611
Citibank Nominees Limited	- 565,820
Clydesdale Bank plc	- 11,212,830
Deutsche Bank AG	- 993,547
HSBC	- 651,975
Merrill Lynch	- 5,195,042
Northern Trust Company	- 3,496,252
Royal Trust Corp of Canada	- 15,513,093
State Street Nominees Limited	- 6,105,280

5) Number of shares/amount of stock acquired

6) Percentage of issued class

7) Number of shares/amount of stock disposed

8) Percentage of issued class

9) Class of security

Ordinary shares of 25p each

10) Date of transaction

10 October 2002

11) Date company informed

10 October 2002

12) Total holding following this notification

105,050,361

13) Total percentage holding of issued class following this notification

3.0016%

14) Any additional information

15) Name of contact and telephone number for queries

Victoria Scarth, Senior Vice President, Corporate Marketing and Communications 020 7821 3712

16) Name of company official responsible for making this notification

Emma Sullivan, Assistant Secretary

Date of notification: 4 November 2002

This information is provided by RNS  
The company news service from the London Stock Exchange

END

HOLFSFFMLSESELF

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[www.afxpress.com](http://www.afxpress.com)

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please email [emailalert@hemscott.co.uk](mailto:emailalert@hemscott.co.uk)

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<http://hemscott.com/scripts/IRAlert.dll/delete?userid=10091&email=venetia.brown@invensys.com>



"emailalert@hemscott.  
co.uk" <emailalert  
04/11/2002 17:14

To: "venetia.brown@invensys.com" <venetia.brown@invensys.com>  
cc:  
Subject: News Alert: Invensys PLC - Director Declaration

This Email News Alert service is brought to you by Invensys and  
<http://www.hemscott.net>

RNS Number:3307D  
Invensys PLC  
04 November 2002

INVENSYS PLC

DIRECTOR DECLARATION

With reference to the appointment as a director of Invensys plc of Mr  
Adrian  
Hennah on 23 October 2002, which was announced on 5 September 2002,  
Invensys plc  
confirms the following information required under Paragraph 16.4 of the  
Listing  
Rules:

1. there are no other directorships to be disclosed in respect of Mr  
Hennah  
under paragraph 16.4(a) of the Listing Rules; and
2. there are no details to be disclosed in respect of Mr Hennah under  
Paragraph  
16.4(b) of the Listing Rules.

Name of contact and telephone number for queries: Victoria Scarth, Senior  
Vice  
President, Corporate Marketing & Communications 020 7821 3712.

Name of Company official responsible for making notification: Emma  
Sullivan,  
Assistant Secretary.

Date of notification: 4 November 2002

This information is provided by RNS  
The company news service from the London Stock Exchange

END

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For more information and to contact AFX: [www.afxnews.com](http://www.afxnews.com) and  
[www.afxpress.com](http://www.afxpress.com)

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