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RECD S.E.C.
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8 January 2003

The United States Securities and Exchange Commission
 Division of Corporate Finance
 Room 3094 (3-6)
 450 5th Street
 Northwest
 Washington DC 20549
 USA

Exemption File 82-5204

New GKN PLC

SUPPL PROCESSED
 FEB 03 2003
 THOMSON
 FINANCIAL

Dear Sir,

For your information I enclose a copy of an announcement sent to the London Stock Exchange yesterday.

Yours faithfully,

S Pavey

PP **David Pavey**
 Assistant Company Secretary

Enc.

dlw/24

COMPLIANCE/SEC/COR/notification of press release

Directors' Interests in Shares of GKN plc

On 7th January 2003, GKN Quest Trustee (No.2) Ltd, the trustee of the discretionary trust established by deed on 8 November 2001 to facilitate the operation of the GKN SAYE Share Option Schemes (the 'Schemes'), subscribed for 31,990 50p ordinary shares of GKN plc at 210.75p per share, representing less than 0.01% of the current issued share capital. The shares were immediately transferred by GKN Quest Trustee (No.2) Ltd to employees who had validly exercised options granted under the Scheme in respect of such shares.

The Executive Directors of GKN plc are potential beneficiaries under the discretionary trust (together with all other UK employees of the GKN Group) and are therefore interested in the shares whilst they are held by GKN Quest Trustee (No.2) Ltd.

G. Denham
Company Secretary

7 January 2003

