

**SHULMAN
ROGERS
GANDAL
PORDY &
ECKER, P.A.**

Lawrence A. Shulman
Donald R. Rogers
Larry N. Gandal
Karl L. Ecker†
David A. Pordy +
David D. Freishtar
Martin P. Schaffer
Christopher C. Roberts
Jeffrey A. Shane
Edward M. Hanson, Jr.
David M. Kochanski
James M. Kefauver
Robert B. Canter
Daniel S. Krakower
Kevin P. Kennedy
Alan B. Sternstein
Nancy P. Regelin

Samuel M. Spiritos +
Martin Levine
Worthington H. Talcott, Jr. +
Fred S. Sommer
Morton A. Faller
Alan S. Tilles
James M. Hoffman
Michael V. Nakamura
Jay M. Eisenberg +
Douglas K. Hirsch
Ross D. Cooper
Glenn C. Etelson
Karl J. Protil, Jr. +
Timothy Dugan +
Rebecca Oshoway
Ashley Joel Gardner
Michael J. Froehlich

William C. Davis, III
Paul A. Bellegarde +
Kim Viti Fiorentino
Patrick M. Martyn
Elizabeth A. White
Sandy David Baron
Christine M. Sorge
Sean P. Sherman +
Michael L. Kabik
Gregory D. Grant +

Daniel H. Handman
Deborah L. Moran
Robert S. Tanner
Eric J. von Vorys
Michelle R. Curtis +
Gary I. Horowitz +
Jason M. Kerben
Mark S. Guberman
Cara A. Frye +
Sarit Keinan

McLean +
Howard +
Metz
Cramanayake
"Paul" Chung
Nemiroff

Of Counsel
Leonard R. Goldstein
Richard P. Meyer +
Robert B. Ostrom +
William Robert King
Larry A. Gordon +
David E. Weisman
Lawrence Eisenberg

*Maryland and D.C.
except as noted:*
+ Virginia also
• Maryland only
• D.C. only
† Retired

Writer's Direct Dial Number:

301-230-5208

croberts@srgpe.com

03003540

January 27, 2003

Office of International Corporate Finance
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: Electrocomponents plc – Exemption pursuant to Rule 12g3-2(b)
promulgated under the Securities Exchange Act of 1934, as amended
File No. – Not yet provided by SEC
Our File No. 018-031-00222

Dear Sir:

Pursuant to the undertaking of Electrocomponents plc, a public limited company incorporated under the laws of England and Wales (the "Company"), to furnish the Securities and Exchange Commission with certain information described in its request for an exemption from Section 12(g) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), as more fully set forth in the Company's letter to the Commission dated July 25, 2002, and received by the Commission on July 29, 2002, the Company hereby submits the following:

December 2002

Forms 88(2) filed with Companies House

January 20, 2003

Notification of a Substantial Shareholder

The Company understands that pursuant to Rule 12g3-2(b) the information and documents furnished hereby will not deemed to be "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such information and documents constitutes an admission for any purpose that the Company is subject to the Exchange Act.

Please acknowledge your receipt of this letter, and of the enclosed material from the Company, by date-stamping the enclosed copy of this letter and returning it to the undersigned in the enclosed stamped, self-addressed return envelope.

If you have any questions or comments, please do not hesitate to contact me at (301) 230-5208.

Very Truly Yours,

SHULMAN, ROGERS, GANDAL,
PORDY & ECKER, P.A.

By:

Christopher C. Roberts

PROCESSED

FEB 11 2003

THOMSON
FINANCIAL

Enclosures

cc: Chloe Cox, Senior Company
Secretarial Assistant (w/o enc.)

T:021003
18031915-9.doc

PLEASE COMPLETE IN
TYPESCRIPT OR IN
BOLD BLACK CAPITALS

88(2)

Return of Allotment of Share

CHFPO83

Company Number

647788

Company name in full

Electrocomponents Plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box.)

From

To

Day	Month	Year
29	11	2002

Day	Month	Year

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

15,540

Nominal value of each share

10p

Amount (if any) paid or due on each
share (including any share premium)

165.6p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing.)

When you have completed and signed the form send it to
the Registrar of Companies at:

Companies house receipt date barcode

This form has been provided free of
charge by Companies House.

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

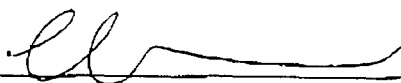
Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX235
Edinburgh

Shareholder details		Shares and share class allotted	
Name MR. A DIBENEDETTO Address VIE DEITIGIL 44 20095 CUSANO MILANO ITALY UK Postcode		Class of shares allotted ORDINARY	Number allotted 7,820
Name MR P PARKER Address 1 PAGNELL COURT WOOTTON NORTHAMPTON UK Postcode N N 4 6 E F		Class of shares allotted ORDINARY	Number allotted 4,120
Name MR R SMETHERS Address BLACKWOOD BARN 53 HIGH STREET CAMBRIDGESHIRE UK Postcode C B 3 7 P L		Class of shares allotted ORDINARY	Number allotted 3,600
Name Address UK Postcode		Class of shares allotted	Number allotted
Name Address UK Postcode		Class of shares allotted TOTAL	Number allotted 15,540

Please enter the number of continuation sheet(s) (if any) attached to this form :

Signed



Date 18 DECEMBER 2002

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please date as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

C. COX, ELECTROCOMPONENTS PLC, 5000	
OXFORD BUSINESS PARK SOUTH, OXFORD OX4 2BH	
ESP/EXA/KS/EX3204	Tel 01903 833147
DX number	DX exchange



Return of Allotment of Shares

CHFPO83

Company Number

647788

Company name in full

Electrocomponents Plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box.)

From

To

Day	Month	Year
14	12	2002

Day	Month	Year

Class of shares
(ordinary or preference etc)

Ordinary

Number allotted

41

Nominal value of each share

10p

Amount (if any) paid or due on each
share (including any share premium)

263.5p

Li. The names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

--	--	--

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing.)

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the Registrar of Companies at:

Companies house receipt date barcode

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Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

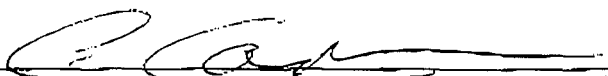
Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX235
Edinburgh

Shareholder details		Shares and share class allotted	
Name MS JEANNINE WILDEY Address 4511 N HICKORYWAY DR MCHENRY IL 60050 USA UK Postcode		Class of shares allotted ORDINARY	Number allotted 41
Name. Address UK Postcode		Class of shares allotted 	Number allotted
Name Address UK Postcode		Class of shares allotted 	Number allotted
Name Address UK Postcode		Class of shares allotted 	Number allotted
Name Address UK Postcode		Class of shares allotted TOTAL	Number allotted 41

Please enter the number of continuation sheet(s) (if any) attached to this form :

Signed



Date 23 DECEMBER 2002

A director / secretary / administrator / administrative receiver / receiver-manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

C. COX 5000 OXFORD BUSINESS PARK SOUTH
OXFORD OX4 2BH
ESP/EXA/HB/EX3237 Tel 01903 833874
DX number DX exchange

**PLEASE COMPLETE IN
TYPESCRIPT OR IN
BOLD BLACK CAPITALS**

0012

Return of Allotment of Shares

CHFPO83

Company Number

647788

Company name in full

Electrocomponents Plc

Shares allotted (including bonus shares):

For period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box.)

From

To

Day	Month	Year
03	10	2002

Day	Month	Year
1	1	111

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

Ordinary	Ordinary	Ordinary
41	41	24
10p	10p	10p
205.5p	319p	367p

One names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

--	--	--

Consideration for which
the shares were allotted
(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing.)

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For companies registered in England and Wales

DX 33050 Cardiff

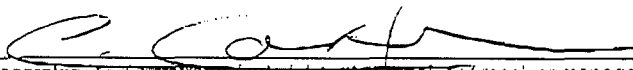
Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX235
Edinburgh

Shareholder details		Shares and share class allotted	
Name M/S.KAREN CONRAD Address 1101 DELORES DR GARLAND TEXAS 75040 U S A UK Postcode		Class of shares allotted ORDINARY Number allotted 24	
Name MR.DOUG MORGAN Address 515 E GITTINGS ST BALTIMORE MD 21230 U S A UK Postcode		Class of shares allotted ORDINARY Number allotted 41	
Name M/S.DIANE ZYSKOWSKI Address 4815 N PROMONTARY LN MCHENRY ILLINOIS 60050 U S A UK Postcode		Class of shares allotted ORDINARY Number allotted 41	
Name Address UK Postcode		Class of shares allotted Number allotted 	
Name Address UK Postcode		Class of shares allotted TOTAL Number allotted 106	

Please enter the number of continuation sheet(s) (if any) attached to this form :

Signed



Date 14 OCTOBER 2002

A director / secretary / administrator / administrative resolver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

C. COX, 5000 OXFORD BUSINESS PARK SOUTH

OXFORD OX4 2BH

ESP/EXA/JP/EX3053 01855207452 Tel 01903 833874

DX number

DX exchange

PLEASE COMPLETE IN
TYPESCRIPT OR IN
BOLD BLACK CAPITALS

88(2)

Return of Allotment of Shares

CHFPO83

Company Number

647788

Company name in full

Electrocomponents Plc

Shares allotted (including bonus shares):

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box.)

From

To

Day	Month	Year
26	09	21 01 02

Day	Month	Year

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

Ordinary	Ordinary	
2,300	1,900	
10p	10p	
165.6p	238.6p	

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

Consideration for which
the shares were allotted

(This information must be supported by
the duly stamped contract or by the duly
stamped particulars on Form 88(3) if the
contract is not in writing.)

When you have completed and signed the form send it to
the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX235
EdinburghA19
COMPANIES HOUSE0485
11/10/02

Shareholder details		Shares and share class allotted	
Name MR PETER ROBERT DOWSETT		Class of shares allotted	Number allotted
Address			
22 OUNDLE ROAD, WELDON, NORTHANTS		ORDINARY	4,200
UK Postcode LN 11 7JLT			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode L L L L L L L			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode L L L L L L L			
Name		Class of shares allotted	Number allotted
Address			
UK Postcode L L L L L L L			
Name		Class of shares allotted	Number allotted
Address		TOTAL	4,200
UK Postcode L L L L L L L			

Please enter the number of continuation sheet(s) (if any) attached to this form :

☐

Signed



Date

9 OCTOBER 2002

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

C. COX, IMC, 5000 OXFORD BUSINESS PARK	
SOUTH, OXFORD OX4 2BH	
ESP/EXA/SS/EX3038	01865 207492, Tel 01903 833874
DX number	DX exchange

0014

Return of Allotment of Shares

CHFPO83

Company Number

647788

Company name in full

Electrocomponents Plc

Shares allotted (including bonus shares):

During period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box.)

From

To

Day Month Year

13 09 2002

Day Month Year

1 1 00

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

5,547

Nominal value of each share

10p

Amount (if any) paid or due on each
share (including any share premium)

294.5p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be
treated as paid up

Consideration for which
the shares were allotted

(This information must be supported by
the duly stamped contract or by the duly
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Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX235
Edinburgh

Shareholder details	Shares and share class allotted	
Name PLEASE SEE ATTACHED LIST	Class of shares allotted	Number allotted
Address	ORDINARY	5,547
UK Postcode L L L L L L		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode L L L L L L		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode L L L L L L		
Name	Class of shares allotted	Number allotted
Address		
UK Postcode L L L L L L		
Name	Class of shares allotted	Number allotted
Address	TOTAL	5,547
UK Postcode L L L L L L		

Please enter the number of continuation sheet(s) (if any) attached to this form :

☐

Signed

Date

9 OCTOBER 2002

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

C. Cox, IMC, 5000 OXFORD BUSINESS PARK
 SOUTH, OXFORD OX4 2BH
 ESP/EXA/HB/EX2998 01865267492 Tel 01903 833874
 DX number DX exchange

Electrocomponents plc

Shareholder detailsShares allotted

Mr Eric R Allvin
366 Lake Plymouth
Plymouth
CT 6782
USA

124

Mr Bradford Y Anderson
8079 84th St SE
Caledonia
MI 49316
USA

33

Mrs Faye A Andrews
1823 S Quincy
Tulsa
OK 74120
USA

82

Mrs Maria M Atayde
2440 Mcadoo Ln
FT Worth
TX 76131
USA

35

Mrs Jeaninne A Bentz
2904 N Belmont Ln
Cooper City
FL 33026
USA

8

Mrs Denise L Bernhard
12001 Fremont Cove
Austin
TX 78727
USA

41

Mrs Cindy L Bertollette
P O Box 276
Spencerport
NY 14559
USA

24

Shareholder detailsShares allotted

Mrs Donna M Bertrand
103 Hiawatha CT
Cary
NC 27513
USA

41

Mrs Martha I Birdwell
18001 Cindys Ln
Justin
TX 76247
USA

20

Mr David E Bockert
1187 S Madison St
Shakopee
MN 55379
USA

69

Mr Alan Brasof
2225 Wembley Wood Ln
Bedford
TX 76022
USA

289

Mrs Lori Burton
350 Pemberton RD
Rochester
NY 14622
USA

16

Mrs Rebecca K Campbell
12 South Dianne DR
St Peters
MO 63376
USA

33

Mr Terry M Carson
1432 Oak Grove DR
Roseville
CA 95747
USA

289

Mr Todd W Clayton
7723 N Shore Circle
Forest Lake
MN 55025
USA

54

<u>Shareholder details</u>	<u>Shares allotted</u>
Mrs Wendy A Clouse 11363 Latigo Lane Parker CO 80134 USA	82
Mrs Georgia Collins 7457 Tunbridge N Richland Hills TX 76180 USA	82
Mrs Nicole M Cornell 3815 Burquest LN Brooklyn Center MN 55429 USA	82
Mr Dean A Czajka 4842 Hawthorne Ave Hillside IL 60162 USA	82
Mr Jamie L Davis 1385 Good Enough RD Fillmore CA 93015 USA	16
Mrs Traci L Dixon 6512 Highview Terr Watauga TX 76148 USA	41
Mrs Betty J Dutton 1311 Park Place BLVD Apartment 1501 Hurst TX 76053 USA	82

Shareholder detailsShares allotted

Mr Mark V Edwards
150 Crosstown Bvd
Apartment 4
Ham Lake
MN 55304
USA

20

Mr Kevin P Emey
1628 Pierpoint Dr
Westerville
OH 43081
USA

82

Mr Charles Felan
2821 Shasta
FT Worth
TX 76133
USA

41

Mrs Stephanie D Fiorillo
3294 Country CLB VLG
Norcross
GA 30092
USA

49

Mr David J Gagne
1095 Old Colony
Apartment 6A
Meriden
CT 6451
USA

24

Mrs Lori A Giesfeldt
3920 E Elser Ave
Cudahy
WI 53110
USA

71

Mrs Patsy H Gilley
10224 FM 1902
Crowley
TX 76036
USA

33

Shareholder detailsShares allotted

Mrs Sylvia L Govea
953 Ortega St
Fillmore
CA 93015
USA

82

Mrs Patricia M Hamilton
375 Dunbar Hill Rd
Hamden
CT 6514
USA

16

Mr Charles E Hamilton
1417 Traherne Dr
Raleigh
NC 27612
USA

12

Mrs Kathryn Hayes
9001 N Normandale
FT Worth
TX 76116
USA

49

Mrs Janet G Hembey
1434 W Gambrell
FT Worth
TX 76115
USA

24

Mrs Mary B Howard
P O BOX 214
West Monroe
NY 13167
USA

16

Mrs Kimberley J Howell
300 Calgary Azle
TX 76020
USA

8

Mrs Pamela L Howley
388 CO RT 32
Hastings
NY 13076
USA

82

<u>Shareholder details</u>	<u>Shares allotted</u>
Mrs Carla A Hull 9101 Winecup Trail FT Worth TX 76131 USA	8
Mr Trung C Huynh 3015 8 TH FT Worth TX 76110 USA	89
Mrs Pattie A Ingram 3142 Willow Park Richland Hills TX 76118 USA	16
Mrs Karen S Jewell 304 Oakmont DR Kokomo IN 46902 USA	20
Mr Juan A Jimenez 425 E Washington Ave Apartment 202 Escondido CA 92025 USA	69
Mr Mose Jones 1716 Holt Street FT Worth TX 76103 USA	35
Mrs Darla J Jurries 2537 Cypress Ln Burleson TX 76028 USA	41

Shareholder detailsShares allotted

Mrs Jan E Kayes
25015 S 4170 Rd
Claremore
OK 74017
USA

41

Mrs Lori A Kelly
7604 Aubrey Ln
N Richland Hills
TX 76180
USA

165

Mrs Lindy K Knight
2183 Soque River Dr
Duluth
GA 30097
USA

51

Mrs Roberta Lange
30056 W 12 Mile Rd
Farmington
MI 48334
USA

8

Mr Michael E Lausier
1112 Iverleigh Trail
Charlotte
NC 28270
USA

165

Mr Nga B Le
4113 Staghorn Cir So
FT Worth
TX 76137
USA

89

Mrs Lisa A Lea
8824 Sunset Trace
FT Worth
TX 76248
USA

82

<u>Shareholder details</u>	<u>Shares allotted</u>
Mrs Sharonda L Lewis 7453 Beckwood Dr FT Worth TX 76112 USA	8
Mrs Rebecca E Logan 7365 Snohomish St Boise ID 83709 USA	16
Mrs Tracy J Maggiorini 2272 Lake Ave Allison Park PA 15101 USA	25
Mr Lyndon Mann 812 Crestwood Dr Arlington TX 76011 USA	49
Mrs Maria D Mann 1192 Mitchell Av Apartment 21 Tustin CA 92780 USA	20
Mr Cammie R Martinez 313 Tarrant St Mansfield TX 76063 USA	16
Mrs Laura D McCarthy 5650 N Broadway Indianapolis IN 46220 USA	36

Shareholder detailsShares allotted

Mrs Roxana McDavid
3825 Jennifer Leigh
Richlands Hills
TX 76180
USA

8

Mrs Kristi J Mcgrath
17417 Caminito Siega
San Diego
CA 92127
USA

47

Mr Brian E McMahon
8837 Olencrest Dr
Lewis Center
OH 43035
USA

41

Mrs Betty L Merritt
2542 Indiana St SW
Cedar Rapids
IA 52404
USA

16

Mr Starla D Michael
1904 Paisley Dr
Arlington
TX 76015
USA

33

Mrs Sharon K Miles
9485 Hamlin Blvd
Apartment 8
Seminole
FL 33776
USA

165

Mrs Sandra M Miller
7612 Maplehill
Watauga
TX 76148
USA

53

Shareholder detailsShares allotted

Mrs Evelyn J Miller
1303 S Marion Ave
Tulsa
OK 74112
USA

8

Mr Gordon L Minor
5506 Dartmouth
River Oaks
TX 76114
USA

33

Mr Barrett L Moore
4100 Lovell
FT Worth
TX 76107
USA

82

Mrs Tammy L Neal
4923 E Haskell St
Tulsa
OK 74115
USA

8

Mrs Carlene Nelson
50-1 West St
Waterbury
CT 6708
USA

124

Mr Kenneth A Noga
33 Roslyn W Shore Rd
Port Washington
NY 11050
USA

16

Mrs Rebecca A Noorda
17819 Merridy St 343
Northridge
CA 91325
USA

20

Shareholder detailsShares allotted

Mrs Deanna L O'Leary
421 20th St NW
Cedar Rapids
IA 52405
USA

26

Mr Raul Orozco
173 Cowan Terrace E
Brownsville
TX 78521
USA

69

Mrs Sharon L Orpwood
16195 SW Rosa Rd
Beaverton
OR 97007
USA

82

Mr Jonathan D Overholt
7040 John T White
Apartment 1019
FT Worth
TX 76120
USA

20

Mr Richard A Patzig
P O Box 40633
Austin
TX 78704
USA

33

Mr Nhung T Pham
2716 Fox Glenn CT
Hurst
TX 76054
USA

41

Mrs Jeanne B Phillips
538 Pittscottie LN
Patterson
CA 95363
USA

41

Shareholder detailsShares allotted

Mrs Debra A Phillips
604 Michael Ave
Wentzville
MO 63385
USA

41

Mrs Gloria O Porras
711 South Tierney
FT Worth
TX 76112
USA

16

Mrs Emmie L Prather
P O Box 106
Alvarado
TX 76009
USA

82

Mrs Eugenia M Pritchard
3612 Sprucewood Dr
Cedar Rapids
IA 52042
USA

16

Mr Darryl Randle
6966 Newberry CT W
FT Worth
TX 76120
USA

8

Mr Blake W Rather
361 Dyer Rd
Lipan
TX 76462
USA

82

Mrs Rae - Ann Rivera
2814 56th Ave N
Saint Petersburg
FL 33714
USA

41

Shareholder detailsShares allotted

Mrs Ann M Robinson
Apartment 3 Shirley Dr
Troy
MO 63379
USA

16

Mrs Patricia A Rocha
609 Bridgewood Cir
Apartment 616
FT Worth
TX 76112
USA

16

Mr Joe Sebek
8652 S Major
Burbank
IL 60459
USA

36

Mrs Diane K Slater
6812 Randol Mill
Apartment 76
FT Worth
TX 76120
USA

16

Mrs Sally J Smith
608 Mountain Laurel
Bedford
TX 76021
USA

82

Mrs Shannon Standridge
8524 Robbins Dr
FT Worth
TX 76108
USA

8

Mr Noel J Stanford
3637 Snell Ave
Apartment 266
San Jose
CA 95136
USA

82

Shareholder detailsShares allotted

Mr Thanh T Ta
905 Hardie St
Hurst
TX 76053
USA

21

Mr Angelo J Talaganis
3955 W Estes
Lincolnwood
IL 60645
USA

41

Mrs Lisa M Thompson
207 E 6th St
Ferris
TX 75125
USA

16

Mrs Susan M Trocki
100 Washington St
Apartment 51
Salem
MA 1970
USA

41

Mr Billy R Walters
5608 Boca Raton
Apartment 161
FT Worth
TX 76112
USA

89

Mrs Susan E Wandler
2608 Clifton Dr
Huntsville
AL 35803
USA

82

Mrs Mary E Webber
1709 Tierney Rd
FT Worth
TX 76112
USA

35

Shareholder detailsShares allotted

Mr Wendell Weckter
791 B St
Lincoln
CA 95648
USA

37

Mrs Tamara J Wertz
1516 Norriston Dr
Indianapolis
IN 46280
USA

8

Mr Robert Whetson
8873 S Edgewood St
Highlands Ranch
CO 80126
USA

82

Mr Gregory Wildey
94 James St
Rockford
MI 49341
USA

165

Mrs Elisha R Williams
1121 Greenspoint CT
Apartment 1703
FT Worth
TX 76112
USA

8

Mrs Trina A Wilson
4309 C R 913A
Joshua
TX 76058
USA

8

Mrs Rebecca V Wise
700 Canyon Ridge Dr
Euless
TX 76040
USA

82

Shareholder detailsShares allotted

Mrs Cathleen H Worley
10196 Sailwinds Blvd
Apartment 103
Largo
FL 33773
USA

41

Total

5,547

HB - Ex2998

Notification of a Substantial Shareholder

The Company received notification today (20 January 2003) in accordance with the Companies Act (as amended) that The Capital Group Companies, Inc. ("CGC"), a US-based holding company for several subsidiary companies, has obtained a notifiable interest in 17,745,953 Ordinary Shares of 10p each in the Company which represents 4.08% of the total issued share capital of the Company.

The Company is informed that the shares to which this notification relates are registered as follows:

Registered Holder	Shares
Capital International Limited	11,522,353
Capital International S.A.	855,800
Capital International, Inc.	110,500
Capital Research and Management Company	5,257,300

CARMELINA CARFORA
Group Company Secretary
20 January 2003