

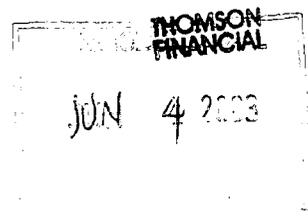
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June 4, 2003

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

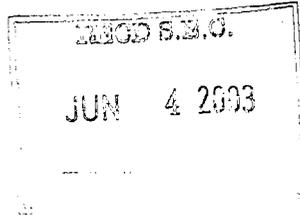
Dear Sir:

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



GREENCORE GROUP PLC

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NOTIFICATION OF INTEREST IN GREENCORE SHARES

GREENCORE GROUP PLC ("GRENCORE") HAS RECEIVED A NOTIFICATION TODAY FROM BANK OF IRELAND ASSET MANAGEMENT LIMITED DATED 28<sup>TH</sup> MAY, 2003, THAT BANK OF IRELAND NOMINEES LIMITED ("BANK OF IRELAND") HAS A NOTIFIABLE INTEREST IN 30,264,573 (16.03%) ORDINARY SHARES IN THE ISSUED ORDINARY SHARE CAPITAL OF GRENCORE. OF THESE, 28,546,590 SHARES ARE REGISTERED IN THE NAME OF BANK OF IRELAND, 1,292,593 SHARES ARE REGISTERED IN THE NAME OF NORTRUST NOMINEES AND 425,390 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

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

30<sup>th</sup> May, 2003.