

SA-2148



RLS Admin/Letters/2004/0023
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington DC 20549
USA



9 March 2004

Dear Sirs,

SUPPL

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 a notification released to the London Stock Exchange concerning Statement of Tender Offer.

Yours faithfully,

John R W Clayton
Company Secretary

PROCESSED
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THOMSON
FINANCIAL

Copy to: Mr. S. Ahmad
Mr. M. Downing

Handwritten signature and date: M 3/18



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08/03/2004 18:11

To: "venetia.brown@invensys.com" <venetia.brown@invensys.com>
CC:
Subject: News Alert: Invensys PLC - Statement of Tender Offer

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RNS Number:2893W
Invensys PLC
08 March 2004

RIS notice

Settlement of Tender Offer

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OR
ITALY

Invensys PLC has today purchased Euro452,105,000 of its outstanding Euro500 million 5.5% Notes due 1 April 2005 (issued under its Euro2 billion Euro Medium Term Note Programme) tendered by Noteholders under the Tender Offer announced on 16 February 2004. The purchase leaves Euro47,895,000 of its Euro500 million 5.5% Notes due 1 April 2005 outstanding. The purchased Notes will be cancelled.

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

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