



GKN Corporate Centre  
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8 March 2004

The United States Securities and Exchange Commission  
**Exemption File 82-5204**  
Division of Corporate Finance  
Room 3094 (3-6)  
450 5<sup>th</sup> Street  
Northwest  
Washington DC 20549  
USA

**Exemption File 82-5204**

*New GKN*

SUPPL

Dear Sirs,

**GKN plc – notification of major interests in shares**

For your information I enclose a copy of the above announcement.

Yours faithfully,

*S. DeWitter*

**David Pavey**  
Assistant Company Secretary

PROCESSED  
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THOMSON  
FINANCIAL

*PP*

Enc.

*dlw 3/22*

**SCHEDULE 10****NOTIFICATION OF MAJOR INTERESTS IN SHARES**

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All relevant boxes should be completed in block capital letters.

<b>1. Name of company</b> GKN PLC		<b>2. Name of shareholder having a major interest</b> FRANKLIN RESOURCES, INC	
<b>3. Please state whether notification indicates that it is in respect 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</b>  SHAREHOLDER NAMED IN 2		<b>4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them</b> Bank of New York – 161,735 Chase Nominees Limited – 50,393,076 Citibank – 487,910 Clydesdale Bank plc – 2,533,630 Euroclear Bruxelles – 26,253 Mellon Bank – 83,045 Northern Trust Company – 391,726 Royal Trust Corp of Canada – 3,081,476 State Street Nominees Limited – 3,150,457	
<b>5. Number of shares/amount of stock acquired</b> NOT KNOWN	<b>6. Percentage of issued class</b> NOT KNOWN	<b>7. Number of shares/amount of stock disposed</b>	<b>8. Percentage of issued class</b>
<b>9. Class of security</b> ORDINARY SHARES OF 50P EACH		<b>10. Date of transaction</b> NOT KNOWN	<b>11. Date company informed</b> 5 MARCH 2004
<b>12. Total holding following this notification</b> 60,309,308		<b>13. Total percentage holding of issued class following this notification</b> 8.21%	
<b>14. Any additional information</b>		<b>15. Name of contact and telephone number for queries</b>  PHIL HIGGINS – 01527 533 235	
<b>16. Name and signature of authorised company official responsible for making this notification</b>  PHIL HIGGINS SENIOR SECRETARIAL ASSISTANT			
<b>Date of notification</b> 8 MARCH 2004			