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Direct Line: 020 7887 7108  
Direct Fax: 020 7887 0001

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

**To:** Securities and Exchange Commission **Fax (to):** 001 202 942 9624

**From:** Kerin Williams **Date:** 10 May 2004

**Pages:** 4

**SUPPL**

**Subject:** Liberty International PLC  
Exemption pursuant to Rule 12g 3-2(b) Under the Securities Exchange Act of 1934

File No. 82-34722

Please find attached an announcement that has been made on the London Stock Exchange today. I would be grateful if you could acknowledge receipt as soon as possible.

Regards

  
Kerin Williams  
Deputy Company Secretary

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THOMSON  
FINANCIAL



**BY FAX**

May 2004, 10

Securities and Exchange Commission  
Judiciary Plaza  
450 Fifth Street, NW  
Washington, DC 20549

**Re: Liberty International PLC  
Exemption Pursuant to Rule 12g3-2(b) Under the Securities Exchange Act of 1934  
File No. 82-34722**

Ladies and Gentlemen:

On behalf of Liberty International PLC, a company incorporated under the laws of England and Wales (the "Company"), a "foreign private issuer" exempt from the registration and reporting requirements set forth in Section 12(g) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), pursuant to the exemption order issued on June 11, 2003 (file no. 82-34722) pursuant to Rule 12g3-2(b) under the Exchange Act, we herewith submit the documents: 'Notification of Interests of Directors and Connected Persons'.

Should you have any questions concerning the foregoing or require any additional information, please do not hesitate to contact Kerin Williams at +44 (0) 20 7887 7108.

Yours faithfully,

Kerin Williams  
Deputy Company Secretary  
Fax : +44 (0) 20 7887 0001  
Enclosures

cc: Susan Folger, Liberty International PLC  
William H. Gump, Esq.

File No. 82-34722**SCHEDULE 11****NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS**

All relevant boxes should be completed in block capital letters.

- |  |   |
|--|---|
| 1. Name of company<br>Liberty International PLC  | 2. Name of director<br>Mr D Gordon  |
| 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 or in respect of an non-beneficial interest<br><br>Beneficial interest of the director named in 2 above | 4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)<br><br>Mr D Gordon  |
| 5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)<br><br>N/A   | 6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary /non discretionary<br>Purchase of Shares |
- |  |  |  |                                |
|--|--|--|--------------------------------|
| 7. Number of shares/amount of stock acquired<br>(i) 17,369<br>(ii) 9,495 | 8. Percentage of issued class<br>(i) 0.005%<br>(ii) 0.003% | 9. Number of shares/amount of stock disposed | 10. Percentage of issued class |
|--|--|--|--------------------------------|
- |  |  |  |  |
|--|--|--|--|
| 11. Class of security<br><br>Ordinary Shares | 12. Price per share<br>(i) 730p<br>(ii) 730p | 13. Date of transaction<br>(i) 4 May 2004<br>(ii) 6 May 2004 | 14. Date company informed<br><br>10 May 2004 |
|--|--|--|--|
- |   |   |
|---|---|
| 15. Total holding following this notification<br><br>37,484,361 | 16. Total percentage holding of issued class following this notification<br><br>11.65 % |
|---|---|

If a director has been granted options by the company please complete the following boxes.

- |                   |  |
|-------------------|--|
| 17. Date of grant | 18. Total percentage holding of issued class |
|-------------------|--|

**File No. 82-34722**

following this notification

19. Total amount paid (if any) for grant of the option
20. Description of shares or debentures involved: class, number
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise
22. Total number of shares or debentures over which options held following this notification
23. Any additional information
24. Name of contact and telephone number for queries  
Kerin Williams  
020 7887 7108
25. Name and signature of authorised company official responsible for making this notification  
Kerin Williams Deputy Company Secretary  
Date of notification 10/05/04