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May 27, 2004

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

**SUPPL**

**RECEIVED**  
2004 JUN -4 A 11:32  
OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

Re: Electrocomponents plc – Exemption pursuant to Rule 12g3-2(b)  
promulgated under the Securities Exchange Act of 1934, as amended  
SEC File No. 82-34672  
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:

May 27, 2004 Stock Exchange Announcement – Director Shareholdings – N J Temple

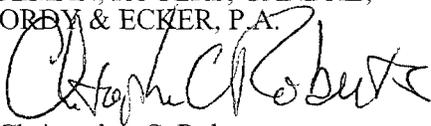
The Company understands that pursuant to Rule 12g3-2(b) the information and document furnished hereby will not be deemed to be “filed” with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such information and document constitute 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

  
6/30  
**PROCESSED**  
JUN 30 2004  


Enclosures  
cc: Carmelina Carfora,  
Company Secretary (w/o enc.)  
18031915-36.doc  
T:060804

REG-Electrocomponents Director Shareholding

RNS Number:1637Z  
Electrocomponents PLC  
27 May 2004

ELECTROCOMPONENTS PLC ("the Company")

The Company has been informed that on 27 May 2004 Mr. N J Temple, a Non-Executive Director of the Company acquired 3000 ordinary shares of 10p each in the Company.

The shares were acquired at a price of 359.8p.

Mr Temple now holds 10,040 shares in the Company, which represents less than 0.1% of the issued share capital.

CARMELINA CARFORA

Group Company Secretary

27 May 2004