

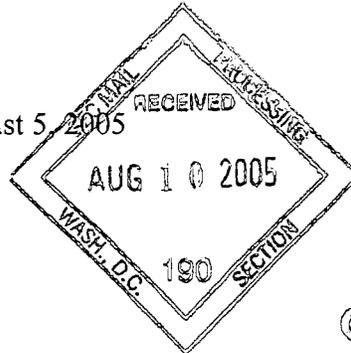
**WOLLMUTH MAHER & DEUTSCH LLP**

500 FIFTH AVENUE  
NEW YORK, NEW YORK 10110

TELEPHONE (212) 382-3300  
FACSIMILE (212) 382-0050



August 5, 2005



SUPPL

The Office of Corporate Finance  
Securities and Exchange Commission  
100 F Street, N.E.  
Washington, DC 20549

Re: Marks & Spencer p.l.c. (File No. 82-1961)  
Submission of Information Pursuant to Rule 12g3-2(b)

Ladies and Gentlemen:

On behalf of our client, Marks & Spencer p.l.c. (File No. 82-1961), and pursuant to their exemption under Rule 12g3-2(b), please find enclosed one (1) copy of the following announcements released to the London Stock Exchange:

- | <u>Announcement</u>  | <u>Issue Date</u> |
|--|-------------------|
| 1. Notification of Transactions of Directors/Persons Discharging Managerial Responsibility and Connected Persons – Dividend Reinvestment | August 3, 2005    |
| 2. Notification of Major Interest in Shares  | August 4, 2005    |

Please acknowledge your receipt of this information by date stamping the second copy of this transmittal letter and its attached copy of each of the above materials and returning it to us in the enclosed stamped, self-addressed envelope.

Very truly yours,

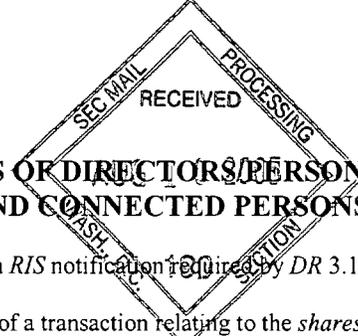
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AUG 12 2005

THOMSON By:  
FINANCIAL

Timothy M. Gladden  
Authorized Representative

Enclosures



## NOTIFICATION OF TRANSACTIONS OF DIRECTORS/PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY AND CONNECTED PERSONS

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR* 3.1.4R(1).

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating to the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes should in block capital letters.

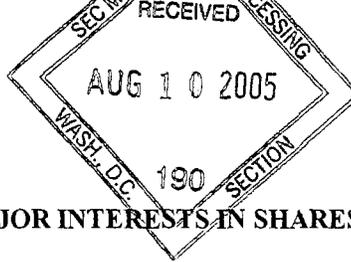
<p><b>1.</b> Name of <i>issuer</i></p> <p>MARKS AND SPENCER GROUP PLC</p>	<p><b>2.</b> State whether the notification relates to (i) a transaction notified in accordance with <i>DR</i> 3.1.4R(1)(a); or</p> <p>(ii) <i>DR</i> 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 ( as extended by section 328) of the Companies Act 1985; or</p> <p>(iii) both (i) and (ii)</p> <p>(iii)</p>
<p><b>3.</b> Name of <i>person discharging managerial responsibilities/director</i></p> <p>PAUL MYNERS, DIRECTOR</p>	<p><b>4.</b> State whether notification relates to a <i>person</i> connected with a <i>person discharging managerial responsibilities/director</i> named in 3 and identify the <i>connected person</i></p> <p>N/A</p>
<p><b>5.</b> Indicate whether the notification is in respect of a holding of the <i>person</i> referred to in 3 or 4 above or in respect of a non-beneficial interest</p> <p>NOTIFICATION IN RESPECT OF PERSON REFERRED TO IN 3 ABOVE</p>	<p><b>6.</b> Description of <i>shares</i> (including <i>class</i>), debentures or derivatives or financial instruments relating to <i>shares</i></p> <p>ORDINARY SHARES OF 25P EACH IN MARKS AND SPENCER GROUP PLC</p>
<p><b>7.</b> Name of the registered shareholders(s) and, if more than one, the number of <i>shares</i> held by each of them</p> <p>STRAND NOMINEES LIMITED</p>	<p><b>8.</b> State the nature of the transaction</p> <p>REINVESTMENT OF A DIVIDEND PAID ON 15 JULY 2005</p>
<p><b>9.</b> Number of <i>shares</i>, debentures or financial instruments relating to <i>shares</i> acquired</p> <p>3,081 SHARES</p>	<p><b>10.</b> Percentage of issued <i>class</i> acquired (<i>treasury shares</i> of that <i>class</i> should not be taken into account when calculating percentage)</p> <p>DE MINIMIS</p>
<p><b>11.</b> Number of <i>shares</i>, debentures or financial instruments relating to <i>shares</i> disposed</p> <p>N/A</p>	<p><b>12.</b> Percentage of issued <i>class</i> disposed (<i>treasury shares</i> of that <i>class</i> should not be taken into account when calculating percentage)</p> <p>N/A</p>
<p><b>13.</b> Price per <i>share</i> or value of transaction</p> <p>363.08p</p>	<p><b>14.</b> Date and place of transaction</p> <p>29 JULY 2005, LONDON</p>

<b>15.</b> Total holding following notification and total percentage holding following notification (any <i>treasury shares</i> should not be taken into account when calculating percentage)  153,741 SHARES, DE MINIMIS	<b>16.</b> Date issuer informed of transaction  3 AUGUST 2005
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If a *person discharging managerial responsibilities* has been granted options by the *issuer* complete the following boxes

<b>17.</b> Date of grant	<b>18.</b> Period during which or date on which it can be exercised
<b>19.</b> Total amount paid (if any) for grant of the option	<b>20.</b> Description of <i>shares</i> or debentures involved ( <i>class</i> and number)
<b>21.</b> Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise	<b>22.</b> Total number of <i>shares</i> or debentures over which options held following notification
<b>23.</b> Any additional information  N/A	<b>24.</b> Name of contact and telephone number for queries  HELEN BAKER, TEL. 020 8718 2867

<b>Name and signature of duly authorised officer of <i>issuer</i> responsible for making notification</b>  HELEN BAKER Date of notification 3 AUGUST 2005
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**NOTIFICATION OF MAJOR INTERESTS IN SHARES**

All relevant boxes should be completed in block capital letters.

1. Name of <i>listed company</i>  MARKS AND SPENCER GROUP PLC		2. Name of shareholder with a major interest  BARCLAYS PLC	
3. Please state whether notification indicates that it is regarding the holding of the shareholder named in 2 above; in respect of a non-beneficial interest; or in the case of an individual holder if it is a holding of that <i>person's</i> spouse or children under the age of 18  SEE ATTACHED		4. Name of the registered holder(s) and, if more than one holder, the number of <i>shares</i> held by each of them  SEE ATTACHED	
5. Number of <i>shares</i> /amount of stock acquired  N/A	6. Percentage of issued <i>class</i> (any <i>treasury shares</i> held by the <i>listed company</i> should not be taken into account when calculating percentage)  N/A	7. Number of <i>shares</i> /amount of stock disposed  N/A	8. Percentage of issued <i>class</i> (any <i>treasury share</i> held by the <i>listed company</i> should not be taken into account when calculating percentage)  N/A
9. <i>Class of security</i>  ORDINARY SHARES 25P EACH		10. Date of transaction  N/A	11. Date <i>listed company</i> informed  03-08-05
12. Total holding following this notification  61,183,379 SHARES		13. Total percentage holding of issued <i>class</i> following this notification (any <i>treasury shares</i> held by the <i>listed company</i> should not be taken into account when calculating percentage)  3.68%	
14. Any additional information  N/A		15. Name of contact and telephone number for queries  ANTHONY CLARKE 020 8718 9940	
16. Name and signature of duly authorised officer of the <i>listed company</i> responsible for making this notification  ANTHONY CLARKE			

Date of notification 4 AUGUST 2005

APPENDIX FOR NOTE 3.

BARCLAYS PRIVATE BANK AND TRUST LTD	12,588
BARCLAYS BANK TRUST COMPANY LTD	360,099
BARCLAYS CAPITAL SECURITIES LTD	1,469,038
BARCLAYS PRIVATE BANK LTD	96,302
BARCLAYS GLOBAL INVESTORS LTD	26,772,445
GERRARD LTD	6,340,520
BARCLAYS PRIVATE BANK AND TRUST LTD	37,130
BARCLAYS GLOBAL INVESTORS, N.A.	16,825,151
BARCLAYS GLOBAL FUND ADVISORS	4,003,023
BARCLAYS GLOBAL INVESTORS JAPAN LTD	692,862
BARCLAYS GLOBAL INVESTORS JAPAN TRUST & BANKING	1,970,400
BARCLAYS LIFE ASSURANCE CO LTD	2,033,203
BARCLAYS GLOBAL INVESTORS AUSTRALIA LTD	570,618

APPENDIX FOR NOTE 4

REGISTERED HOLDER	ACCOUNT DESIG	HOLDING
BARCLAYS CAPITAL NOMINEES LIM		1,469,038
BARCLAYS TRUST CO & OTHERS		23,166
BARCLAYS TRUST CO AS EXEC/ADM		1,778
BARCLAYS TRUST CO DMC69		7,000
BARCLAYS TRUST CO E99		19,762
BARCLAYS TRUST CO NOMS & DYE		1,457
BARCLAYS TRUST CO R69		306,936
BNP PARIBAS		73,965
CHASE NOMINEES LTD	16376	905,081
CHASE NOMINEES LTD	20947	7,300,035
CHASE NOMINEES LTD	21359	624,169
CIBC MELLON GLOBAL SECURITIES		43,710
CLYDESDALE NOMINEES HGB0125	496994	5,585
CLYDESDALE NOMINEES HGB0125	692963	8,095
CLYDESDALE NOMINEES HGB0125	693013	1,999
CLYDESDALE NOMINEES HGB0125	693269	19,023
CLYDESDALE NOMINEES HGB0125	693579	1,457
CLYDESDALE NOMINEES HGB0125	693587	971
GERRARD NOMINEES LIMITED	ER1	8,537
GREIG MIDDLETON NOMINEES LIMITED	GM1	457,222
GREIG MIDDLETON NOMINEES LTD (	GM3	111,690
INVESTORS BANK AND TRUST CO.		311,710
INVESTORS BANK AND TRUST CO.		47,053
INVESTORS BANK AND TRUST CO.		24,208
INVESTORS BANK AND TRUST CO.		3,296,222
INVESTORS BANK AND TRUST CO.		323,830
INVESTORS BANK AND TRUST CO.		2,068,634
INVESTORS BANK AND TRUST CO.		28,864

INVESTORS BANK AND TRUST CO.		17,237
INVESTORS BANK AND TRUST CO.		8,347,376
INVESTORS BANK AND TRUST CO.		449,369
INVESTORS BANK AND TRUST CO.		607,986
INVESTORS BANK AND TRUST CO.		374,521
INVESTORS BANK AND TRUST CO.		1,918,266
INVESTORS BANK AND TRUST CO.		89,767
INVESTORS BANK AND TRUST CO.		733,694
JP MORGAN (BGI CUSTODY)	16331	496,464
JP MORGAN (BGI CUSTODY)	16338	97,683
JP MORGAN (BGI CUSTODY)	16341	903,179
JP MORGAN (BGI CUSTODY)	16341	168,674
JP MORGAN (BGI CUSTODY)	16342	197,935
JP MORGAN (BGI CUSTODY)	16344	57,932
JP MORGAN (BGI CUSTODY)	16345	83,101
JP MORGAN (BGI CUSTODY)	16400	16,747,840
JP MORGAN (BGI CUSTODY)	17011	28,235
JP MORGAN (BGI CUSTODY)	18409	1,195,320
JPMORGAN CHASE BANK		45,679
JPMORGAN CHASE BANK		8,966
JPMORGAN CHASE BANK		310,314
JPMORGAN CHASE BANK		231,824
JPMORGAN CHASE BANK		175,682
JPMORGAN CHASE BANK		13,762
JPMORGAN CHASE BANK		68,958
JPMORGAN CHASE BANK		14,929
JPMORGAN CHASE BANK		5,755
JPMORGAN CHASE BANK		221,004
JPMORGAN CHASE BANK		873,527
JPMORGAN CHASE BANK		8,381
JPMORGAN CHASE BANK		5,071
JPMORGAN CHASE BANK		133,726
JPMORGAN CHASE BANK		106,823
JPMORGAN CHASE BANK		82,175
JPMORGAN CHASE BANK		17,409
JPMORGAN CHASE BANK		141,868
JPMORGAN CHASE BANK		144,119
JPMORGAN CHASE BANK		1,387
JPMORGAN CHASE BANK		284,355
JPMORGAN CHASE BANK		286,263
JPMORGAN CHASE BANK		50,827
MASTER TRUST BANK		10,165
MELLON TRUST - BOSTON & SF		90,622
MELLON TRUST - BOSTON & SF		225,710
MELLON TRUST OF NEW ENGLAND		114,385
MITSUBISHI TRUST INTERNATIONAL		10,874
NORTHERN TRUST BANK - BGI SEPA		137,078
NORTHERN TRUST BANK - BGI SEPA		149,568
NORTHERN TRUST BANK - BGI SEPA		36,594
R C GREIG NOMINEES LIMITED	RC1	3,877,909
R C GREIG NOMINEES LIMITED A/C	AK1	1,246,682
R C GREIG NOMINEES LIMITED A/C	BL1	122,788
R C GREIG NOMINEES LIMITED A/C	CM1	22,868
R C GREIG NOMINEES LIMITED GP1	GP1	417,254

R C GREIG NOMINEES LIMITED SA1	SA1	75,570
REFLEX NOMINEES LIMITED		6,145
REFLEX NOMINEES LIMITED		6,443
STATE STREET		28,062
STATE STREET BOSTON		142,077
STATE STREET BOSTON		1,075,100
STATE STREET TRUST OF CANADA -		49,801
SUMITOMO TB		2,802
ZEBAN NOMINEES LIMITED		96,302