



wolfson[®]
microelectronics

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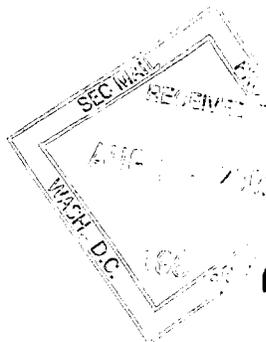
FILE NO. 82-34753

August 26th 2005

VIA COURIER

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

Re: **FILE NO. 82-34753**
Wolfson Microelectronics plc (the "Company")
Supplemental Submission Pursuant to
Rule 12g3-2(b) under the Securities Exchange Act of 1934



SUPPL

Ladies and Gentlemen:

We are submitting the information indicated on Schedule I pursuant to the Company's exemption from the registration requirements of the Securities Exchange Act of 1934 under Rule 12g3-2(b) thereunder. The Company's counsel received an acknowledgement postmarked November 24, 2003, from the staff of the Commission confirming receipt of the Company's initial submission.

The information listed on Schedule I and submitted herewith is information that may be material to investors that the Company:

1. has made or is required to make public pursuant to the laws of Scotland;
2. has filed or is required to file with the United Kingdom Listing Authority ("UKLA") or the London Stock Exchange and which was made public by the UKLA or the London Stock Exchange; and
3. has distributed or is required to distribute to the holders of the Company's securities.

Pursuant to Rule 12g3-2(b)(1)(i) under the Exchange Act, we are enclosing one (1) copy of each of the documents described on Schedule I. This information is being furnished with the understanding that such information and documents will not be deemed "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purpose that the Company is subject to the Exchange Act.

If you have any questions or require any additional information please contact either the undersigned at the Company on 011-44-131-272-7428 or Timothy Corbett, of Wilmer Cutler Pickering Hale and Dorr LLP (our external legal counsel) at 011-44-20-7645-2509.

Please acknowledge receipt of this letter and the enclosures by stamping the enclosed copy of this letter and returning it in the enclosed envelope to Timothy Corbett, Wilmer Cutler Pickering Hale and Dorr LLP, 60 State Street, Boston, MA 02109.

Handwritten signature: TC 8/30

RECEIVED
AUG 30 2005
TIMOTHY CORBETT



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Yours faithfully

Lucy Elliott

P.P.

Fiona Murdoch
Internal Legal Adviser

Enclosures



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**SCHEDULE I
WOLFSON MICROELECTRONICS PLC**

Supplemental Information Submitted Pursuant to Rule 12g3-2(b)(i)

1. Information notified to the Regulatory Information Service between July 29th and Aug 25th 2005 (inclusive)

Notifications of director/PDMR shareholding

2. Documents filed with Registrar of Companies for Scotland

Returns of allotments of shares (Forms 88(2))

Regulatory Announcement

Go to market news section

Free annual report  

Company Wolfson Microelectronics PLC
TIDM WLF
Headline Director/PDMR Shareholding
Released 13:07 03-Aug-05
Number 6819P



RNS Number:6819P
Wolfson Microelectronics PLC
03 August 2005

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 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 in block capital letters.

- | | |
|--|---|
| 1. Name of the issuer

WOLFSON MICROELECTRONICS PLC | 2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1) (a); or

(ii) DR 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

(iii) both (i) and (ii)

(III) BOTH (i) AND (ii) |
| 3. Name of person discharging managerial responsibilities/
director

JOHN M URWIN | 4. State whether notification relates to person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

N/A |

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above in respect of a non-beneficial interest³
6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

NOTIFICATION IS IN RESPECT OF THE HOLDING OF THE PERSON REFERRED TO IN 3 ABOVE

ORDINARY SHARES OF 0.1 PENCE EACH

7. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them
8. State the nature of the transaction
9. Number of shares, debentures or financial instruments relating to shares acquired
10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

JOHN M URWIN

EXERCISE OF OPTIONS

250,000

0.22%

11. Number of shares, debentures or financial instruments relating to shares disposed
12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

N/A

13. Price per share or value of transaction
14. Date and place of transaction

20 PENCE PER SHARE

2nd AUGUST 2005, LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)
16. Date issuer informed of transaction

771,703 ORDINARY SHARES REPRESENTING 0.69% OF ISSUED SHARE CAPITAL

2nd AUGUST 2005

If a person discharging managerial responsibilities has been granted options by the issuer, complete the following boxes

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

Name and signature of duly authorised officer of issuer responsible for making notification

Fiona Murdoch, Company Secretary

Date of notification : 3rd August 2005

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

END

Close

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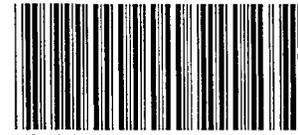


Companies House
— for the record —

88(2)^(ef)

Return of Allotment of Shares

RECEIVED
2005
03/08/2005



XLILJ7IT

Received for filing in Electronic Format on the: **03/08/2005**

Company Number **SC089839**
Company Name **WOLFSON MICROELECTRONICS PLC**
in full:

Shares Allotted (including bonus shares)

Date or period during which shares were allocated From **03/08/2005**

Class of shares	ORDINARY	Number allotted	275000
Currency	GBP	Nominal value of each share	.001

No shares allocated other than for cash

Names, addresses and share details of the allottees

Name	FRANK LAVETY	Class of shares allotted	ORDINARY
Address:	5 KEATS PARK BOTHWELL LANARKSHIRE UK G71 8TG	Number allotted	25000

Name	JOHN URWIN	Class of shares allotted	ORDINARY
Address:	37 LONG CROOK SOUTH QUEENSFERRY WEST LOTHIAN UK EH30 9XR	Number allotted	250000

Authorisation

Authoriser Designation: **DIRECTOR** Date Authorised: **03/08/2005** Authenticated: **Yes (SC)**