



GKN PLC

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OFFICE OF INTERNATIONAL
CORPORATE FINANCE

5 October 2005

The United States Securities and Exchange Commission

Exemption File 82-5204

Division of Corporate Finance

Room 3094 (3-6)

450 5th Street

Northwest

Washington DC 20549

USA

SUPPL

New GKN PLC

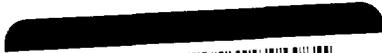
Dear Sirs,

**GKN plc – Notification of transactions of Directors/Persons Discharging
Managerial Responsibility and Connected Persons**

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

Yours faithfully,

S De Ritter



05012086

Sandie De Ritter

Enc

OCT 27 2005

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dlw 10/27

EXEMPTION NO.
82 - 5204

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

This form is intended for use by an *issuer* to make a *R/S* notification required by *DR3.1.4R(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.

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.

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.

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 the following in block capitals

1. Name of the *issuer*

GKN PLC

2. State whether the notification relates to:

- (i) a transaction notified in accordance with *DR3.1.4R(1)(a)*; or
(ii) *DR3.1.4(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) IN RESPECT OF RICHARD CLOWES AND IAN GRIFFITHS
(I) A TRANSACTION NOTIFIED IN ACCORDANCE WITH *DR3.1.4R(1)(A)* IN
RESPECT OF MAUREEN CONSTANTINE

3. Name of the *person discharging managerial responsibilities/director*

RICHARD J CLOWES – DIRECTOR & PDMR
IAN R GRIFFITHS – DIRECTOR & PDMR
MAUREEN CONSTANTINE – PDMR

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

SEE 3. ABOVE

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

NOTIFICATION IN RESPECT OF PERSONS NAMED IN 3. ABOVE

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6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

ORDINARY SHARES OF 50P EACH

7. Name of registered shareholder(s) and, if more than one, the number of *shares* held by each of them

RICHARD J CLOWES 234,629 (INCL. CONNECTED PERSON INTERESTS)
IAN R GRIFFITHS 128,406 (INCL. CONNECTED PERSON INTERESTS)
MAUREEN CONSTANTINE 14,360 (INCL. CONNECTED PERSON INTERESTS)

8. State the nature of the transaction

ACQUISITION UNDER DIVIDEND REINVESTMENT PLAN

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

RICHARD J CLOWES	3,061
IAN R GRIFFITHS	1,712
MAUREEN CONSTANTINE	128

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

RICHARD J CLOWES	0.00043%
IAN R GRIFFITHS	0.00024%
MAUREEN CONSTANTINE	0.00002%

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

N/A

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

N/A

13. Price per *share* or value of transaction

£2.930885

14. Date and place of transaction

30 SEPTEMBER 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)

RICHARD J CLOWES 234,629 SHARES, 0.033%, (INCL. CONNECTED PERSON INTERESTS)
IAN R GRIFFITHS 128,406 SHARES, 0.018%, (INCL. CONNECTED PERSON INTERESTS)
MAUREEN CONSTANTINE 14,360 SHARES, 0.002% (INCL. CONNECTED PERSON INTERESTS)

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16. Date issuer informed of transaction

4 OCTOBER 2005

If a person *discharging managerial responsibilities* has been granted options by the issuer complete the following:

17. Date of grant

N/A

18. Period during which or date on which it can be exercised

N/A

19. Total amount paid (if any) for grant of the option

N/A

20. Description of *shares* or debentures involved (*class* and number)

N/A

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

N/A

22. Total number of *shares* or debentures over which options held following notification

N/A

23. Any additional information

N/A

24. Name of contact and telephone number for queries

MR CHRIS WINTERS 01527 533383

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

CHRISTOPHER WINTERS

Date of notification

5 OCTOBER 2005