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LIBERTY

INTERNATIONAL

April 10, 2006

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

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

SUPPL

**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 document: "Notification of Transactions of Directors/Persons Discharging Managerial Responsibility and Connected Persons". Should you have any questions concerning the foregoing or require any additional information, please do not hesitate to contact Ruth Pavey at +44 (0) 20 7960 1236.

Yours faithfully,

Ruth Pavey  
Company Secretarial Assistant  
Fax : +44 (0) 20 7887 0001  
Enclosures

PROCESSED

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THOMSON  
FINANCIAL

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

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS/PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY ("PDMR") AND CONNECTED PERSONS**

Following the exercise of options by certain employees including two PDMRs the Company has been advised of the following:

**A. EXERCISE OF OPTIONS BY PDMRS**

- i) Mr William Black, Director of Capital & Counties Limited has increased his holding of Liberty International PLC ordinary shares by 10,527 shares to 106,651 shares, representing 0.032% of the issued share capital.

This increase in holding follows an exercise of options on 6 April 2006 over 30,000 ordinary shares in Liberty International at an option price of 565p per share. Immediately following the exercise, Mr Black sold 19,473 ordinary shares at a price of 1,205p per share, in order to meet acquisition costs and income tax liabilities.

- ii) Miss Caroline Kirby, Director of Capital Shopping Centres PLC, exercised options on 6 April 2006 over 3,507 ordinary shares in Liberty International at an option price of 565p per share. The shares were then sold at a price of 1,205p per share.

**B. INTERESTS OF THE ESOP**

The shares required for option exercises by the PDMRs mentioned above and other employees, were provided by transfers of shares from LI Share Plan (Jersey) Limited as trustee for the Liberty International PLC employee share ownership plan ("ESOP"). As Executive Directors of Liberty International PLC are potential beneficiaries of the ESOP, these changes are disclosable as a change in their interests.

1.	Name of the issuer  <b>LIBERTY INTERNATIONAL PLC</b>	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)  <b>THIS DISCLOSURE IS MADE IN ACCORDANCE WITH (ii)</b>
3.	Name of director:  <b>MR R M CABLE, MRS K E CHALDECOTT, MR D A FISCHER, MR J I SAGGERS AND MR A C SMITH</b>	4.	State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person  <b>N/A</b>