

GKN plc
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OFFICE OF INTERNATIONAL
CORPORATE FINANCE

21 December 2006

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



07020095

SUPPL

Dear Sirs,

New GKN plc

- Director/PDMR Shareholding

For your information I enclose copies of the above announcements which were released on 20 December.

Yours faithfully,

S. Miles

Sue Miles

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FINANCIAL

PRNUK 2012061058-2112
PRNUK 2012061606-4308

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Regulatory Announcement

Go to market news section

Free annual report



Company GKN PLC
TIDM GKN
Headline Director/PDMR Shareholding
Released 11:00 20-Dec-06
Number PRNUK-2012

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 RIS 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)

3. Name of the person discharging managerial responsibilities/director

NIGEL STEIN - DIRECTOR & 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

N/A

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 PERSON NAMED IN 3. ABOVE

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

NIGEL STEIN

8. State the nature of the transaction

ALLOTMENT OF SHARES ON EXERCISE OF OPTION UNDER THE GKN SAYE SHARE OPTION SCHEME FOLLOWING MATURITY

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

4,028

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

0.00057%

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

£2.29 (OPTION PRICE PER SHARE)

14. Date and place of transaction

19 DECEMBER 2006, LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

125,272 SHARES, 0.018%

16. Date issuer informed of transaction

19 DECEMBER 2006

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

**EXEMPTION NO.
82 - 5204**

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

CHRIS WINTERS 01527 533383

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

CHRIS WINTERS

Date of notification

20 DECEMBER 2006

END

**EXEMPTION NO.
82 - 5204**

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Regulatory Announcement

Go to market news section

Free annual report  

Company GKN PLC
TIDM GKN
Headline Director/PDMR Shareholding
Released 16:08 20-Dec-06
Number PRNUK-2012

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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)

3. Name of the person discharging managerial responsibilities/director

ROY BROWN - DIRECTOR & PDMR

JOHN SHELDRIK - DIRECTOR & 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

N/A

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

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

ROY BROWN - 26,264

JOHN SHELDRIK - 5,000

8. State the nature of the transaction

PURCHASE OF SHARES

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

ROY BROWN - 2,000

JOHN SHELDRIK - 2,500

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

ROY BROWN - 0.00028%

JOHN SHELDRIK - 0.00036%

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

ROY BROWN - £2.79659 PER SHARE

JOHN SHELDRIK - £2.79169 PER SHARE

14. Date and place of transaction

20 DECEMBER 2006, LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

ROY BROWN - 26,264 SHARES, 0.0037%

JOHN SHELDRIK - 5,000 SHARES, 0.0007%

16. Date issuer informed of transaction

20 DECEMBER 2006

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82 - 5204**

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

CHRISTOPHER WINTERS, 01527 533383

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

CHRISTOPHER WINTERS

Date of notification

20 DECEMBER 2006

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82 - 5204**

END

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