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SPIRENT PLC  
Form 6-K  
January 07, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of January 2004

SPIRENT plc

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(Translation of registrant's name into English)

Spirent House, Crawley Business Quarter, Fleming Way, Crawley, West Sussex  
RH10 9QL, UK.

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(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F      X              Form 40-F.....

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes .....              No              X

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- \_\_\_\_\_

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company

SPIRENT PLC

2. Name of director

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3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

IN RESPECT OF THE DIRECTOR'S HOLDING

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

BANK OF NEW YORK (SEE ADDITIONAL INFORMATION)

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)

N/A

6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

EXERCISE OF PURCHASE RIGHTS UNDER THE SPIRENT EMPLOYEE STOCK PURCHASE PLAN

7. Number of shares / amount of stock acquired

17,328

8. Percentage of issued class

0.0018%

9. Number of shares/amount of stock disposed

NIL

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10. Percentage of issued class

N/A

11. Class of security

ORDINARY SHARES OF 3 1/3 PENCE EACH (SEE ADDITIONAL INFORMATION)

12. Price per share

14.2375 PENCE

13. Date of transaction

02 JANUARY 2004

14. Date company informed

06 JANUARY 2004

15. Total holding following this notification

88,325 SHARES IN TOTAL, OF WHICH 48,705 ARE BENEFICIALLY HELD AS ADRs AND  
39,620 NON-BENEFICIALLY HELD UNDER THE COMPANY'S ANNUAL INCENTIVE BONUS PLAN

16. Total percentage holding of issued class following this notification

0.0093%

If a director has been granted options by the company please complete the following boxes.

17. Date of grant

02 JANUARY 2004

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18. Period during which or date on which exercisable

03 JANUARY 2005

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

NIL

20. Description of shares or debentures involved: class, number

13,392 ORDINARY SHARES OF 3 1/3 PENCE

13,392 relates to the number of shares subject to purchase rights UNDER THE EMPLOYEE STOCK PURCHASE PLAN based on the market price of a Spirent Ordinary share (less an applicable 15 per cent discount) as at the date of grant.

The FINAL exercise price and number of purchase rights under the PLAN cannot be determined until maturity (i.e. 12 months following the date of grant).

(SEE ADDITIONAL INFORMATION)

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

IN ACCORDANCE WITH THE RULES OF THE EMPLOYEE STOCK PURCHASE PLAN, THE FINAL EXERCISE PRICE CANNOT BE DETERMINED UNTIL MATURITY, WHICH IN NORMAL CIRCUMSTANCES IS 12 MONTHS FROM THE DATE OF GRANT. THE PURCHASE PRICE IS SET AT A 15% DISCOUNT TO THE MARKET PRICE OF A SPIRENT ORDINARY SHARE ON EITHER THE FIRST OR LAST DAY OF THE OFFERING PERIOD - WHICHEVER PRICE IS THE LOWER. THE DISCOUNTED PRICE ON THE FIRST DAY OF THE OFFERING PERIOD WAS 50 PENCE PER ORDINARY SHARE.

(SEE ADDITIONAL INFORMATION)

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

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3,127,348 OPTIONS OVER ORDINARY SHARES OF 3 1/3 PENCE

23. Any additional information

THE EMPLOYEE STOCK PURCHASE PLAN IS AN ALL EMPLOYEE SHARE PLAN UNDER WHICH ELIGIBLE USA EMPLOYEES PARTICIPATE ON A SIMILAR BASIS TO THE UK SAVINGS RELATED SHARE OPTION SCHEME. ALL OUTSTANDING PURCHASE RIGHTS UNDER THE PLAN ARE EXERCISED AUTOMATICALLY UPON MATURITY OF THE OFFERING PERIOD. THE AWARD OF PURCHASE RIGHTS IS MADE UNDER THE TERMS OF THE PLAN AND THE TIMING OF THE AWARD IS IN ACCORDANCE WITH PREVIOUS AWARDS UNDER THE PLAN.

PURSUANT TO THE OPERATION OF THE PLAN, THE 17,328 ORDINARY SHARES WERE DELIVERED AS AMERICAN DEPOSITORY RECEIPTS (ADRs) TO THE BANK OF NEW YORK, WHO ARE THE APPOINTED ADMINISTRATORS OF THE PLAN.

24. Name of contact and telephone number for queries

MICHAEL ANSCOMBE : 01293 767672

25. Name and signature of authorised company official responsible for making this notification

MICHAEL ANSCOMBE

ASSISTANT COMPANY SECRETARY

Date of Notification

07 JANUARY 2004

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Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the

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undersigned, thereunto duly authorized.

\_\_\_\_LUKE THOMAS\_\_\_\_

(Registrant)

Date 07 January 2004

By \_\_\_\_/s/ Luke Thomas\_\_\_\_

(Signature)\*