



24th May 2006

The Morgan Crucible Company plc

Quadrant, 55-57 High Street, Windsor, Berkshire SL4 1LP Telephone: 01753 837000 Telefax: 01753 850872

Office of International Corporate Finance Division of Corporation Finance Securities and Exchange Commission 450 Fifth Street, N.W. Washington, DC 20549

SUPPL

www.morgancrucible.com

QECEIVED

MAY 2 6 2006

Re: The Morgan Crucible Company plc - File No. 82-3387

Ladies and Gentlemen:

The enclosed material is furnished pursuant to Rule 12g3-2(b) on behalf of The Morgan Crucible Company plc (the 'Company'), File No.82-3387.

Such material shall not be deemed to be 'filed' with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934, as amended (the 'Act').

The furnishing of any such material shall not constitute an admission for any purpose that the Company is subject to the Act.

Sincerely,

David Coker Company Secretary

Enclosure

PROCESSED

May 3 1 2005

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Registered Office as above
Registered in England No 286773
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Regulatory Announcement

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Company

Morgan Crucible Co PLC

TIDM

MGCR

Headline

Holding(s) in Company

Released

09:12 24-May-06

Number

4835D

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

- 1) Name of company: The Morgan Crucible Company plc
- 2) Name of shareholder having a major interest: AEGON UK plc Group of Companies
- 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:

 Beneficial interest of shareholder named in 2.
- 4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them:
 Citibank Nominees Limited 9,752,578
- 5) Number of shares/amount of stock acquired: 1,180,564
- 6) Percentage of issued class:
 0.402
- 7) Number of shares/amount of stock disposed: N/A
- 8) Percentage of issued class: N/A
- 9) Class of Security: Ordinary shares of 25p
- 10) Date of Transaction: 22/5/06
- 11) Date company informed: Faxed letter dated 23/5/06 received 23/5/06
- 12) Total holding following this notification: 9,752,578 shares
- 13) Total percentage holding of issued class following this notification:
 3.324%

FILE NO.

The Morgan Crucible Company plc

ISSUER

82-3387

14) Any additional information N/A

- 15) Name of contact and telephone number for queries: Mr D.J. Coker, Company Secretary tel. 01753 837222
- 16) Name and signature of authorised company official responsible for making this notification: Mr $\rm D.J.\ Coker$

17) Date of notification: 24th May 2006

END

Close

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4942D

ISSUER

The Morgan Crucible Company plc

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The Morgan Crucible Company plc

The Company was informed that on 23rd May 2006 the Trustees of The Morgan General Employee Benefit Trust ("the Trust") acquired 99,555 Ordinary shares in the capital of the Company at an average price of £2.417146 per share to satisfy future obligations arising from provisional share awards made under The Morgan Crucible Long Term Incentive Plan 2004 and share options granted under The Morgan Crucible Executive Share Option Scheme 2004.

Following this purchase, the Trust holds a total of 4,819,635 Ordinary shares representing 1.642% of the share capital of the Company. The class of discretionary beneficiaries for whom the Trust holds such shares consists of employees of the Company including executive directors Warren Decatur Knowlton, Mark Robertshaw, and Mark Lejman and these directors are accordingly deemed to be beneficially interested in all of such shares held by the Trust.

END

Close

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