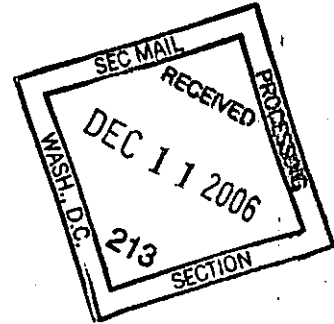


WOLLMUTH MAHER & DEUTSCH LLP

500 FIFTH AVENUE
NEW YORK, NEW YORK 10110

TELEPHONE (212) 382-3300
FACSIMILE (212) 382-0050



December 4, 2006

The Office of Corporate Finance
Securities and Exchange Commission
100 F Street, N.E.
Washington, DC 20549

SUPL

Re: Marks & Spencer p.l.c. (File No. 82-1961)
Submission of Information Pursuant to Rule 12g3-2(b)

Ladies and Gentlemen:

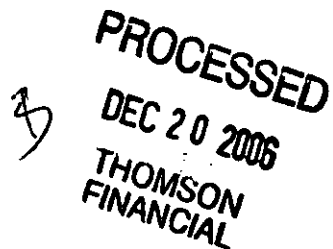
On behalf of our client, Marks & Spencer p.l.c. (File No. 82-1961), and pursuant to their exemption under Rule 12g3-2(b), please find enclosed two (2) copies of the following announcement released to the London Stock Exchange:

- Announcement**
1. Notification of Major Interests in Shares

Issue Date
December 4, 2006

Please acknowledge your receipt of this information by date stamping the second copy of this transmittal letter and its attached copy of each of the above materials and returning it to us in the enclosed stamped, self-addressed envelope.

Very truly yours,



By: George Rudy
George Rudy
Authorized Representative

Enclosures

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

1) NAME OF COMPANY

MARKS AND SPENCER GROUP PLC

2) NAME OF SHAREHOLDER HAVING A MAJOR INTEREST

- FIDELITY INTERNATIONAL
- FMR CORP

AND THEIR SUBSIDIARIES AND INDIRECT SUBSIDIARIES

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

SEE APPENDIX 1

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

SEE APPENDIX 1

5) Number of shares/amount of stock acquired.

N/A

6) Percentage of issued Class

N/A

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 EACH

10) Date of transaction

N/A

11) Date company informed

4 DECEMBER 2006

12) Total holding following this notification

84,710,160 ORDINARY SHARES

13) Total percentage holding of issued class following this notification

5.02%

14) Any additional information

N/A

15) Name of contact and telephone number for queries

ANTHONY CLARKE
020 8718 9940

16) Name and signature of authorised company official responsible for making this notification

ANTHONY CLARKE

Date of Notification 4 DECEMBER 2006

NB: AT THE DATE OF THIS DISCLOSURE MARKS AND SPENCER GROUP PLC HAD 1,688,019,269 ORDINARY 25P SHARES IN ISSUE

APPENDIX 1

Amendment 4

NOTIFICATIONS UNDER SECTIONS 198 TO 202 -- UK COMPANIES ACT

1. Company in which shares are held: Marks & Spencer Group Plc

2. Notifiable Interest: Ordinary Shares

A FMR Corp
82 Devonshire Street
Boston, MA 02109

Parent holding company of Fidelity Management & Research Company (FMRCO), investment manager for US mutual funds, and Fidelity Management Trust Company (FMTC), a US state chartered bank which acts as a trustee or investment manager of various pension and trust accounts. (See Schedule A for listing of Registered Shareholders and their holdings.)

B Fidelity International Limited (FIL)
P.O. BOX HM 670
Hamilton HMCX, Bermuda

Parent holding company for various direct and indirect subsidiaries, including Fidelity Investment Services Ltd (FISL), Fidelity Gestion (FIGEST), Fidelity Investments Advisory (Korea) Limited (FIA(K)L), Fidelity Investments Management (Hong Kong) Limited (FIMHK), Fidelity Pension Management (FPM) and Fidelity Investments International (FII), investment managers for various non-US investment companies and institutional clients.

3. The notifiable interests also comprise the notifiable interest of

Mr Edward C Johnson 3d
82 Devonshire Street
Boston, MA 02109

A principal shareholder of FMR Corp. and Fidelity International Limited.

4. The notifiable interests include interest held on behalf of authorized unit trust schemes in the U.K. notwithstanding the exemption from reporting pursuant to Section 209 (1) (h) of the Companies Act 1985.

5. These notifications of disclosable interests constitute separate notifications of interest in the shares and are combined solely for the purposes of clarity and efficiency. Nothing herein should be taken to indicate that FMR Corp. and its direct and indirect subsidiaries, Fidelity International Limited and its direct and indirect subsidiaries or Mr Edward C Johnson 3d act as a group or in concert in respect of the disclosed interests, or that they are required to submit these notifications on a joint basis.

6. The disclosable interests arise under section 208(4) (b) of the Act, namely where a person, not being the registered holder, is

entitled to exercise a right conferred by the holding of the shares or to control the exercise of such rights, or under section 203 of the Act respectively.

Michelle Edwards

Associative Director - Compliance

Duly authorized under Powers of Attorney dated August 25, 2004 by

Eric D. Roiter

by and on behalf of FMR Corp. and its direct and indirect subsidiaries, and

Fidelity International Limited and its direct and indirect subsidiaries.

Schedule A
Amendment 4

Security: MARKS & SPENCER GROUP PLC

Current ownership percentage; 5.02%

Total Shares Held 84,710,160

Shares in issue: 1,687,387,716

Change in holdings since last filing +1,703,631 ordinary shares

NOMINEE/REGISTERED NAME	SHARES HELD	MANAGEMENT COMPANY
	569,400	FMTC NORTHERN TRUST CO
	433,200	FMTC MELLON BANK N.A.
	7,285,740	FPM JP MORGAN,
BOURNEMOUTH	3,098,610	FPM STATE STR BK AND TR
CO LNDN (S	1,828,500	FPM HSBC BANK PLC
	1,751,200	FPM NORTHERN TRUST LONDON
	1,405,400	FPM JP MORGAN,
BOURNEMOUTH	406,514	FPM BANK OF NEW YORK
BRUSSELS	202,800	FPM MELLON BANK
	171,700	FPM CHASE MANHTN BK AG
FRNKFRT (S	160,500	FPM SOCIETE GENERALE
	93,200	FPM JPMORGAN CHASE BANK
	90,700	FPM BANKERS TRUST LONDON
	52,100	FPM MIDLAND SECURITIES
SERVICES	19,700	FPM DEXIA PRIVATBANK
	5,646,400	FMTC STATE STREET BANK AND
TR CO	2,764,700	FMTC NORTHERN TRUST CO
	2,345,064	FMTC MELLON BANK N.A.
	1,018,900	FMTC JPMORGAN CHASE BANK
	990,100	FMTC BANK OF NEW YORK
	427,346	FMTC CIBC MELLON TRUST
	149,700	FMTC BROWN BROTHERS
HARRIMAN AND CO	77,477	FMTC ROYAL TRUST-TORONTO
	36,045,200	FMRCO BROWN BROTHERS
HARRIMAN AND CO	8,427,000	FMRCO JPMORGAN CHASE BANK
	175,300	FMRCO NORTHERN TRUST LONDON
	116,700	FMRCO STATE STREET BANK AND
TR CO	76,000	FMRCO MELLON BANK N.A.
	46,500	FMRCO NORTHERN TRUST CO
	64,800	FMR MELLON BANK NA
	2,319,039	FISL JP MORGAN,
BOURNEMOUTH		

EAST HK	756,000	FIM HK	BERMUDA TRUST FAR
BOURNEMOUTH	1,436,200	FIL	JP MORGAN,
	462,900	FIL	HSBC BANK PLC
	426,400	FIL	NORTHERN TRUST LONDON
	404,500	FIL	JPMORGAN BOURNEMOUTH
	397,980	FIL	STATE STR BK AND TR
CO LNDN (S			
(C)	376,300	FIL	BNP PARIBAS, PARIS
AUSTRALIA (C	368,800	FIL	STATE STREET BANK
HARRIMAN AND CO	168,200	FIL	BROWN BROTHERS
	159,000	FIL	NORTHERN TRUST CO
	74,600	FIL	ING LUXEMBOURG
	56,398	FIL	MORGAN STANLEY LONDON
	7,212	FIL	BROWN BROS HARRIMN
LTD LUX			
JAPAN	288,500	FIJ	MASTER TRUST BANK OF
BANKING	140,600	FIJ	NOMURA TRUST AND
LTD, TOKO	76,980	FIJ	TRUST&CUST SVCS BK
BOURNEMOUTH	148,000	FIL	JP MORGAN,
TR CO	663,200	FICL	STATE STREET BANK AND
KONG	38,800	FIA(K)L	STATE STREET HONG

This information is provided by RNS
The company news service from the London Stock Exchange

END