INTERCONTINENTAL HOTELS GROUP PLC /NEW/ Form 424B3 December 15, 2004

December 14, 2004

U.S. Securities & Exchange Commission 450 Fifth Street, N.W. Washington, D.C. 20549 Attn.: Document Control

Re: American Depositary Shares Evidenced by American Depositary Receipts each representing One Ordinary Share of InterContinental Hotels Group PLC (File No. 33-31832) *****

Gentlemen:

Pursuant to Rule 424(b)(3) under the Securities Act of 1933, as amended, on behalf of The Bank of New York, as Depositary for securities against which American Depositary Receipts are to be issued, we enclose a copy of the new ADR certificate reflecting the change in nominal value to 112p per Ordinary Share from the existing 1 Pound per Ordinary Share.

Pursuant to Section III B of the General Instructions to the Form F-6 Registration Statement, the Prospectus consists of the ADR certificate for InterContinental Hotels Group PLC.

Please contact me with any questions or comments on 212 815- 2368.

/s/ James A. Kelly James A. Kelly Assistant Vice President

Encl.

cc: Paul Dudek, Esq.

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(Office of International Corporate Finance)