

ESTERLINE TECHNOLOGIES CORP  
Form SC 13G/A  
February 15, 2006

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 1)\***

**Esterline Technologies Corp.**

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*(Name of Issuer)*

**Common Stock**

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*(Title of Class Securities)*

**297425100**

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*(CUSIP Number)*

**December 31, 2005**

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*(Date of Event Which Requires Filing of this Statement)*

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

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\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 297425100

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1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).  
M&G Investment Management Limited ( MAGIM )
- 
2. Check the Appropriate Box if a Member of a Group (See Instructions) (a)   
(b)
- 
3. SEC Use Only
- 
4. Citizenship or Place of Organization  
United Kingdom, England
- 
5. Sole Voting Power  
None
- 
6. Shared Voting Power  
1,295,000
- 
7. Sole Dispositive Power  
None
- 
8. Shared Dispositive Power  
1,295,000
- 
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,295,000
- 
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)  
Not Applicable
- 
11. Percent of Class Represented by Amount in Row (9)  
5.10%
- 
12. Type of Reporting Person (See Instructions)  
IA
-

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CUSIP No. 297425100

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1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).  
M&G Investment Funds (1)

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2. Check the Appropriate Box if a Member of a Group (See Instructions) (a)   
(b)

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3. SEC Use Only

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4. Citizenship or Place of Organization  
United Kingdom, England

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5. Sole Voting Power  
None

---

6. Shared Voting Power  
1,295,000

---

7. Sole Dispositive Power  
None

---

8. Shared Dispositive Power  
1,295,000

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9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,295,000

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)  
Not Applicable

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11. Percent of Class Represented by Amount in Row (9)  
5.10%

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12. Type of Reporting Person (See Instructions)  
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**Item 1(a). Name of Issuer:**

Esterline Technologies Corp.

**Item 1(b). Address of Issuer's Principal Executive Offices:**

500 108th Avenue NE  
Bellevue, WA 98004

**Item 2(a). Name of Person Filing:**

3. M&G Investment Management Limited ( MAGIM )
2. M&G Investment Funds 1

**Item 2(b). Address of Principal Business Office or, if None, Residence:**

Address for Both Filers: Laurence Pountney Hill, London, England EC4R 0HH

**Item 2(c). Citizenship:**

Citizenship for Both: United Kingdom

**Item 2(d). Title of Class of Securities:**

Common Stock

**Item 2(e). CUSIP Number:**

297425100

**Item 3. Type of Person:**

(e) MAGIM is an investment advisor in accordance with s.240.13d-1(b)(1)(ii)(E)

M&G Investment Funds 1 is an open-ended investment company with variable capital, incorporated in England and Wales and authorized by the Financial Services Authority. It is not registered with the Securities and Exchange Commission under the investment company act of 1940.

All of the securities covered by this report are owned legally by M&G Investment Funds 1, MAGIM's investment advisory client, and none are owned directly by MAGIM.

**Item 4. Ownership (at December 31, 2005)**

- (a) Amount beneficially owned: 1,295,000
- (b) Percent of class: 5.10%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 1,295,000
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 1,295,000

**Item 5. Ownership of Five Percent or Less of a Class**

Not applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company**

Not applicable.

**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2006

M&G Investment Management Limited

/s/ Mark Thomas

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Mark Thomas  
Head of Group Funds

Signature

**Exhibit A**

**AGREEMENT OF JOINT FILING**

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agrees that the foregoing statement on Schedule 13G/A, is filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement on the 14th day of February, 2006.

M&G INVESTMENT MANAGEMENT LIMITED

By           /s/ John Talbot          

Company Director

Date: February 14, 2006

M&G Investment Funds 1

By           /s/ John Talbot          

Company Director

Date: February 14, 2006