

Edgar Filing: BT GROUP PLC - Form 6-K

BT GROUP PLC  
Form 6-K  
July 17, 2006

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934

17 July 2006

BT Group plc  
(Translation of registrant's name into English)

BT Centre  
81 Newgate Street  
London  
EC1A 7AJ  
England

(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- \_\_\_\_\_

Enclosures: 1. Director/PDMR Shareholding announcement made on 27 June 2006  
2. Director/PDMR Shareholding announcement made on 27 June 2006  
3. Transaction in Own Shares announcement made on 29 June 2006  
4. Holding(s) in Company announcement made on 5 July 2006  
5. Director/PDMR Shareholding announcement made on 6 July 2006  
6. Director/PDMR Shareholding announcement made on 6 July 2006  
7. Director/PDMR Shareholding announcement made on 6 July 2006

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8. Director/PDMR Shareholding announcement made on 6 July 2006
9. Director/PDMR Shareholding announcement made on 6 July 2006
10. Holding(s) in Company announcement made on 11 July 2006
11. Transaction in Own Shares announcement made on 13 July 2006

Enclosure No.1

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an issuer to make a RIS notification required by DR 3.1.4R(1).

- (1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating to the shares of the issuer should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the issuer

BT GROUP PLC

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1)(a); or

(ii) DR 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

(III) BOTH (I) AND (II)

3. Name of person discharging managerial responsibilities/director

SIR CHRISTOPHER BLAND

ANDY GREEN

HANIF LALANI

IAN LIVINGSTON

PAUL REYNOLDS

4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

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HALIFAX CORPORATE TRUSTEES LIMITED (as Trustee of the BT Group Employee Share Investment Plan).

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

- Award of free shares under the BT Group Employee Share Investment Plan to the above Directors.
- Change in the technical interest of the Directors following the transfer of 70,126 unallocated shares held in trust by Halifax Corporate Trustees Limited to participants in the BT Group Employee Share Investment Plan.

6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

ORDINARY SHARES IN BT GROUP PLC OF 5P EACH

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

HALIFAX CORPORATE TRUSTEES LIMITED

8 State the nature of the transaction

- Award of free shares under the BT Group Employee Share Investment Plan to the above Directors.
- Change in the technical interest of the Directors following the transfer of 70,126 unallocated shares held in trust by Halifax Corporate Trustees Limited to participants in the BT Group Employee Share Investment

9. Number of shares, debentures or financial instruments relating to shares acquired

AN APPROPRIATION OF 107 SHARES PER PARTICIPANT

10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

N/A

11. Number of shares, debentures or financial instruments relating to shares disposed

N/A

12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

13. Price per share or value of transaction

14. Date and place of transaction

230606 - UK

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

Sir Christopher Bland

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1. 674,364 ordinary shares - personal holding;
2. 314,785 ordinary shares under BT Group Retention Share Plan;
3. Options over 314,244 ordinary shares under the BT Group Legacy Option Plan.

Andy Green:

1. 152,752 ordinary shares - personal holding;
2. 391,726 ordinary shares under BT Group Incentive Share Plan - contingent award;
3. 230,629 shares under BT Group Deferred Bonus Plan;
4. Options over 5,712 shares under BT Group Employee Sharesave Scheme;
5. Options over 1,539,320 shares under BT Group Global Share Option Plan

Hanif Lalani

1. 14,467 ordinary shares - personal holding;
2. 260,283 ordinary shares under BT Group Incentive Share Plan - contingent award;
3. 87,886 ordinary shares under BT Group Deferred Bonus Plan;
4. Options over 649,851 ordinary shares under the BT Group Global Share Option Plan;
5. Option over 5,346 ordinary shares under the BT Group Employee Sharesave Scheme.

Ian Livingston

1. 313,918 ordinary shares - personal holding;
2. 536,803 ordinary shares under BT Group Retention Share Plan;
3. 412,735 ordinary shares under BT Group Incentive Share Plan - contingent award;
4. 234,913 ordinary shares under BT Group Deferred Bonus Plan;
5. Options over 1,629,865 ordinary shares under the BT Group Global Share Option Plan;
6. Option over 7,290 ordinary shares under the BT Group Employee Sharesave Scheme.

Paul Reynolds:

1. 98,157 ordinary shares - personal holding;
2. 336,138 ordinary shares under BT Group Incentive Share Plan - contingent award;
3. 215,936 shares under BT Group Deferred Bonus Plan;
5. Options over 4,555 shares under BT Group Employee Sharesave Scheme;
6. Options over 1,448,764 shares under BT Group Global Share Option Plan.

16. Number of shares/amount of stock disposed

N/A

17. Percentage of issued class

N/A

18. Class of security

ORDINARY SHARES OF 5P EACH

19. Price per share

229.75P (INITIAL MARKET VALUE)

20. Date of transaction

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23 JUNE 2006

21. Date Company informed

27 JUNE 2005

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

24. Date of grant

N/A.....

25. Period during which or date on which it can be exercised

N/A.....

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

N/A.....

27. Description of shares or debentures involved (class and number)

N/A.....

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

N/A.....

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

N/A.....

30. Any additional information

THE ABOVE NAMED PERSONS HAVE TECHNICAL INTERESTS, AS AT 15 JUNE 2006 UNDER SCHEDULE 13 OF THE COMPANIES ACT AS FOLLOWS:

A. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC IN 24,228,780 ORDINARY SHARES HELD BY ILFORD TRUSTEES (JERSEY) LIMITED IN RESPECT OF CONTINGENT AWARDS UNDER EXECUTIVE SHARE PLANS;

B. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC, IN 0 (NIL) ORDINARY SHARES HELD IN THE NAME OF HALIFAX CORPORATE TRUSTEES LIMITED AS TRUSTEE FOR BT GROUP EMPLOYEE SHARE INVESTMENT PLAN.

31. Name of contact and telephone number for queries

GRAEME WHEATLEY 020 7356 6372

Name and signature of duly authorised officer of issuer responsible for making notification

GRAEME WHEATLEY

Date of notification

27.06.06

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Enclosure No.2

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an issuer to make a RIS notification required by DR 3.1.4R(1).

- (1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating to the shares of the issuer should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the issuer

BT GROUP PLC

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1) (a); or

(ii) DR 3.1.4(R) (1) (b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

(III) BOTH (I) AND (II)

3. Name of person discharging managerial responsibilities/director

HANIF LALANI

4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

AS ABOVE

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

GRANT OF AN OPTION UNDER THE BT GROUP EMPLOYEE SHARES/SAVE SCHEME.

6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

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ORDINARY SHARES IN BT GROUP PLC OF 5P EACH

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

N/A

8 State the nature of the transaction

GRANT OF AN OPTION UNDER THE BT GROUP EMPLOYEE SHARES SAVE SCHEME.

9. Number of shares, debentures or financial instruments relating to shares acquired

N/A

10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

N/A

11. Number of shares, debentures or financial instruments relating to shares disposed

N/A

12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

13. Price per share or value of transaction

N/A

14. Date and place of transaction

N/A

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

N/A

16. Number of shares/amount of stock disposed

N/A

17. Percentage of issued class

N/A

18. Class of security

ORDINARY SHARES OF 5P EACH

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

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19. Date of grant

23 JUNE 2006

20. Period during which or date on which it can be exercised

14 AUGUST 2011 - 13 FEBRUARY 2012

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

N/A.....

22. Description of shares or debentures involved (class and number)

ORDINARY SHARES OF 5P EACH

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

179p

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

HANIF LALANI

1. 14,467 ORDINARY SHARES - PERSONAL HOLDING;
2. 260,283 ORDINARY SHARES UNDER BT GROUP INCENTIVE SHARE PLAN - CONTINGENT AWARD;
3. 87,886 ORDINARY SHARES UNDER BT GROUP DEFERRED BONUS PLAN;
4. OPTIONS OVER 649,851 ORDINARY SHARES UNDER THE BT GROUP GLOBAL SHARE OPTION PLAN;
5. OPTION OVER 5,346 ORDINARY SHARES UNDER THE BT GROUP EMPLOYEE SHARES SAVE SCHEME;
6. OPTION OVER 8,994 ORDINARY SHARES UNDER THE BT GROUP EMPLOYEE SHARES SAVE SCHEME.

25. Any additional information

THE ABOVE NAMED PERSON HAS TECHNICAL INTERESTS, AS AT 27 JUNE 2006 UNDER SCHEDULE 13 OF THE COMPANIES ACT AS FOLLOWS:

A. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC IN 24,228,780 ORDINARY SHARES HELD BY ILFORD TRUSTEES (JERSEY) LIMITED IN RESPECT OF CONTINGENT AWARDS UNDER EXECUTIVE SHARE PLANS;

B. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC, IN 0 (NIL) ORDINARY SHARES HELD IN THE NAME OF HALIFAX CORPORATE TRUSTEES LIMITED AS TRUSTEE FOR BT GROUP EMPLOYEE SHARE INVESTMENT PLAN.

26. Name of contact and telephone number for queries

GRAEME WHEATLEY 020 7356 6372

Name and signature of duly authorised officer of issuer responsible for making notification

GRAEME WHEATLEY



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Date of notification

27.06.06

Enclosure No.3

Thursday 29 June 2006

BT GROUP PLC

TRANSACTION IN OWN SHARES

BT Group plc announces that it has today transferred to participants in its employees share schemes 992,499 ordinary shares at prices of between 173p and 227p per share. The transferred shares were all formerly held as treasury shares.

Following the above transfer, BT Group plc holds 310,148,5087 ordinary shares as treasury shares. The total number of ordinary shares in issue (excluding shares held as treasury shares) is 8,325,338,266.

Enclosure No.4

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

1) Name of company

BT Group plc

2) Name of shareholder having a major interest

Barclays PLC

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

Total holding of the above shareholder

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

Registered holder

number of shares

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Bank of Ireland	969,405
Bank of New York	587,446
BARCLAYS CAPITAL NOMINEES LIMITED	101,135,479
Barclays Trust Co & others	36,981
Barclays Capital Securities Ltd	78,000
Barclays Global Investors Canada	587,292
BARCLAYS TRUST CO AS EXEC/ADM	623
Barclays Trust Co DMC69	83,788
Barclays Trust Co E99	4,150
Barclays Trust Co R69	178,452
BNP PARIBAS	552,556
Chase Nominees - 16376	4,057,629
Chase Nominees - 20947	61,350,867
Chase Nominees - 21359	3,206,919
Chase Nominess - 28270	3,692,181
CIBC Mellon Global Securities	428,330
Clydesdale Nominees HGB0125 - 00324190	1,725
Clydesdale Nominees HGB0125 - 00520518	845
Clydesdale Nominees HGB0125 - 00594414	28,085
Clydesdale Nominees HGB0125 - 00594775	730
Clydesdale Nominees HGB0125 - 00227401	1,252
Clydesdale Nominees HGB0125 - 00597278	15,000
Gerrard Nominees Limited	340,945
Greig Middleton Nominees	4,890,233
INVESTORS BANK AND TRUST CO.	117,792,076
JP Morgan (BGI Custody) - 16331	2,045,812
JP Morgan (BGI Custody) - 16338	504,571
JP Morgan (BGI Custody) - 16341	4,535,244
JP Morgan (BGI Custody) - 16341	2,392,877
JP Morgan (BGI Custody) - 16342	1,070,744
JP Morgan (BGI Custody) - 16344	789,498
JP Morgan (BGI Custody) - 16345	1,314,574
JP Morgan (BGI Custody) - 16400	69,148,317
JP Morgan (BGI Custody) - 17011	142,657
JP Morgan (BGI Custody) - 18409	6,405,021
JPMORGAN CHASE BANK	21,699,832
Master Trust Bank	261,173
Mellon Trust - Boston & SF	333,475
Mellon Trust - Boston & SF	958,697
MELLON TRUST OF NEW ENGLAND	568,670
Mitsubishi Trust International	175,285
Mitsui Asset	135,120
NORTHERN TRUST BANK - BGI SEPA	1,458,529
NORTHERN TRUST BANK - BGI SEPA	1,211,496
NORTHERN TRUST BANK - BGI SEPA	308,583
R C Greig Nominees	13,764,174
R C Greig Nominees AK1	4,365,976
R C Greig Nominees BL1	1,197,321
R C Greig Nominees CM1	414,834
R C Greig Nominees GP1	2,052,198
R C Greig Nominees SA1	777,040
Reflex Nominees Limited	2,625
Reflex Nominees Limited	10,893
State Street	1,085,057
State Street	46,800
STATE STREET BOSTON	4,298,818
STATE STREET TRUST OF CANADA	975,674

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The Northern Trust Company	695,462
Trust and Custody Services Bank	81,061
Trust and Custody Services Bank	4,975
ZEBAN NOMINEES LIMITED	686,341
TOTAL HOLDING	455,940,341

5) Number of shares/amount of stock acquired

Total holding of 455,940,341 shares

6) Percentage of issued class

5.36%

7) Number of shares/amount of stock disposed

N/A

8) Percentage of issued class-

N/A

9) Class of security

Ordinary shares of 5p in BT Group plc

10) Date of transaction

n/a

11) Date company informed

4 July 2006

12) Total holding following this notification

Total holding of 455,940,341 shares

13) Total percentage holding of issued class following this notification

5.36%

14) Any additional information

This notification updates the previous notification dated 20 June 2005 and is a result of the increase in the total holding of Barclays plc from 255,878,847 to 455,940,341 shares.

15) Name of contact and telephone number for queries

Graeme Wheatley, 020 7356 6372

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

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Graeme Wheatley, 020 7356 6372

Date of notification 5 July 2006

Enclosure No.5

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

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- (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the issuer

BT GROUP PLC

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1) (a); or

(ii) DR 3.1.4(R) (1) (b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

DR 3.1.4(R) (1) (b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985.

Name of person discharging managerial responsibilities/director

BEN VERWAAYEN

4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

N/A

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

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NOTIFICATION IN RESPECT OF GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN AND BT GROUP DEFERRED BONUS PLAN

6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

ORDINARY SHARES IN BT GROUP PLC OF 5P EACH

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

BT GROUP PLC

8 State the nature of the transaction

GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN AND BT GROUP DEFERRED BONUS PLAN

9. Number of shares, debentures or financial instruments relating to shares acquired

BEN VERWAAYEN

302,271 SHARES UNDER THE INCENTIVE SHARE PLAN

568,269 SHARES UNDER THE DEFERRED BONUS PLAN

10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

N/A

11. Number of shares, debentures or financial instruments relating to shares disposed

N/A

12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

13. Price per share or value of transaction

GBP2.3158

14. Date and place of transaction

30.06.06 - LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

BEN VERWAAYEN

a. 951,497 ORDINARY SHARES - PERSONAL HOLDING

b. 890,513 ORDINARY SHARES UNDER THE BT GROUP INCENTIVE SHARE PLAN - CONTINGENT AWARD

c.1,403,636 ORDINARY SHARES UNDER THE BT GROUP DEFERRED BONUS PLAN

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d. OPTIONS OVER 3,656,458 ORDINARY SHARES UNDER BT GROUP GLOBAL SHARE OPTION PLAN

16. Date issuer informed of transaction

06.07.06

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

17 Date of grant

N/A.....

18. Period during which or date on which it can be exercised

N/A.....

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

N/A.....

20. Description of shares or debentures involved (class and number)

N/A.....

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

N/A.....

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

N/A.....

23. Any additional information

THE ABOVE NAMED PERSONS HAVE TECHNICAL INTERESTS, AS AT 6 JULY 2006 UNDER SCHEDULE 13 OF THE COMPANIES ACT AS FOLLOWS:

A. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC IN 24,228,780 ORDINARY SHARES HELD BY ILFORD TRUSTEES (JERSEY) LIMITED IN RESPECT OF CONTINGENT AWARDS UNDER EXECUTIVE SHARE PLANS;

B. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC, IN 0 ORDINARY SHARES HELD IN THE NAME OF HALIFAX CORPORATE TRUSTEES LIMITED AS TRUSTEE FOR BT GROUP EMPLOYEE SHARE INVESTMENT PLAN.

24. Name of contact and telephone number for queries

GRAEME WHEATLEY - 020 7356 6372

Name and signature of duly authorised officer of issuer responsible for making notification

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GRAEME WHEATLEY

Date of notification

06.07.06

Enclosure No.6

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an issuer to make a RIS notification required by DR 3.1.4R(1).

- (1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating to the shares of the issuer should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the issuer

BT GROUP PLC

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1) (a); or

(ii) DR 3.1.4(R) (1) (b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

(III) BOTH (I) AND (II)

Name of person discharging managerial responsibilities/director

ANDY GREEN

4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

N/A

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

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NOTIFICATION IN RESPECT OF GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN, BT GROUP DEFERRED BONUS PLAN AND BT GROUP RETENTION SHARE PLAN

6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

ORDINARY SHARES IN BT GROUP PLC OF 5P EACH

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

BT GROUP PLC

8 State the nature of the transaction

GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN, BT GROUP DEFERRED BONUS PLAN AND BT GROUP RETENTION SHARE PLAN

9. Number of shares, debentures or financial instruments relating to shares acquired

ANDY GREEN

215,908 ORDINARY SHARES UNDER THE INCENTIVE SHARE PLAN

129,544 SHARES UNDER THE DEFERRED BONUS PLAN

323,862 SHARES UNDER THE BT GROUP RETENTION SHARE PLAN

10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

N/A

11. Number of shares, debentures or financial instruments relating to shares disposed

N/A

12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

13. Price per share or value of transaction

GBP2.3158

14. Date and place of transaction

30.06.06 - LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

ANDY GREEN

a. 152,752 ORDINARY SHARES - PERSONAL HOLDING



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b. 607,634 ORDINARY SHARES UNDER THE BT GROUP INCENTIVE SHARE PLAN - CONTINGENT AWARD

c. 360,173 ORDINARY SHARES UNDER THE BT GROUP DEFERRED BONUS PLAN

d. 323,862 ORDINARY SHARES UNDER THE BT GROUP RETENTION SHARE PLAN

e. AN OPTION OVER 5,712 ORDINARY SHARES UNDER THE BT GROUP EMPLOYEE SHARES AVE SCHEME

f. OPTIONS OVER 1,539,320 ORDINARY SHARES UNDER BT GROUP GLOBAL SHARE OPTION PLAN

16. Date issuer informed of transaction

06.07.06

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

17 Date of grant

N/A.....

18. Period during which or date on which it can be exercised

N/A.....

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

N/A.....

20. Description of shares or debentures involved (class and number)

N/A.....

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

N/A.....

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

N/A.....

23. Any additional information

THE ABOVE NAMED PERSONS HAVE TECHNICAL INTERESTS, AS AT 6 JULY 2006 UNDER SCHEDULE 13 OF THE COMPANIES ACT AS FOLLOWS:

A. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC IN 24,228,780 ORDINARY SHARES HELD BY ILFORD TRUSTEES (JERSEY) LIMITED IN RESPECT OF CONTINGENT AWARDS UNDER EXECUTIVE SHARE PLANS;

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B. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC, IN 0 ORDINARY SHARES HELD IN THE NAME OF HALIFAX CORPORATE TRUSTEES LIMITED AS TRUSTEE FOR BT GROUP EMPLOYEE SHARE INVESTMENT PLAN.

24. Name of contact and telephone number for queries

GRAEME WHEATLEY - 020 7356 6372

Name and signature of duly authorised officer of issuer responsible for making notification

GRAEME WHEATLEY

Date of notification

06.07.06

Enclosure No.7

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an issuer to make a RIS notification required by DR 3.1.4R(1).

- (1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating to the shares of the issuer should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the issuer

BT GROUP PLC

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1) (a); or

(ii) DR 3.1.4(R) (1) (b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

(III) BOTH (I) AND (II)

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Name of person discharging managerial responsibilities/director

IAN LIVINGSTON

4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

N/A

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

NOTIFICATION IN RESPECT OF GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN AND BT GROUP DEFERRED BONUS PLAN

6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

ORDINARY SHARES IN BT GROUP PLC OF 5P EACH

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

BT GROUP PLC

8 State the nature of the transaction

GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN AND BT GROUP DEFERRED BONUS PLAN

9. Number of shares, debentures or financial instruments relating to shares acquired

IAN LIVINGSTON

226,703 SHARES UNDER THE INCENTIVE SHARE PLAN

136,022 SHARE UNDER THE DEFERRED BONUS PLAN

10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

N/A

11. Number of shares, debentures or financial instruments relating to shares disposed

N/A

12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

13. Price per share or value of transaction

GBP2.3158

14. Date and place of transaction

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30.06.06 - LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

IAN LIVINGSTON

- a. 313,918 ORDINARY SHARES - PERSONAL HOLDING
- b. 639,438 ORDINARY SHARES UNDER THE BT GROUP INCENTIVE SHARE PLAN - CONTINGENT AWARD
- c. 370,935 ORDINARY SHARES UNDER THE BT GROUP DEFERRED BONUS PLAN
- d. 536,803 ORDINARY SHARES UNDER THE BT GROUP RETENTION SHARE PLAN
- e. AN OPTION OVER 7,290 ORDINARY SHARES UNDER THE BT GROUP EMPLOYEE SHARES SAVE SCHEME
- e. OPTIONS OVER 1,629,865 ORDINARY SHARES UNDER BT GROUP GLOBAL SHARE OPTION PLAN

16. Date issuer informed of transaction

06.07.06

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

17 Date of grant

N/A.....

18. Period during which or date on which it can be exercised

N/A.....

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

N/A.....

20. Description of shares or debentures involved (class and number)

N/A.....

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

N/A.....

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

N/A.....

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23. Any additional information

THE ABOVE NAMED PERSONS HAVE TECHNICAL INTERESTS, AS AT 6 JULY 2006 UNDER SCHEDULE 13 OF THE COMPANIES ACT AS FOLLOWS:

A. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC IN 24,228,780 ORDINARY SHARES HELD BY ILFORD TRUSTEES (JERSEY) LIMITED IN RESPECT OF CONTINGENT AWARDS UNDER EXECUTIVE SHARE PLANS;

B. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC, IN 0 ORDINARY SHARES HELD IN THE NAME OF HALIFAX CORPORATE TRUSTEES LIMITED AS TRUSTEE FOR BT GROUP EMPLOYEE SHARE INVESTMENT PLAN.

24. Name of contact and telephone number for queries

GRAEME WHEATLEY - 020 7356 6372

Name and signature of duly authorised officer of issuer responsible for making notification

GRAEME WHEATLEY

Date of notification

06.07.06

Enclosure No.8

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an issuer to make a RIS notification required by DR 3.1.4R(1).

- (1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating to the shares of the issuer should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the issuer

BT GROUP PLC

## Edgar Filing: BT GROUP PLC - Form 6-K

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1)(a); or

(ii) DR 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

(III) BOTH (I) AND (II)

Name of person discharging managerial responsibilities/director

HANIF LALANI

4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

N/A

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

NOTIFICATION IN RESPECT OF GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN AND BT GROUP DEFERRED BONUS PLAN

6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

ORDINARY SHARES IN BT GROUP PLC OF 5P EACH

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

BT GROUP PLC

8 State the nature of the transaction

GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN AND BT GROUP DEFERRED BONUS PLAN

9. Number of shares, debentures or financial instruments relating to shares acquired

HANIF LALANI

172,726 SHARES UNDER THE INCENTIVE SHARE PLAN

103,635 SHARES UNDER THE DEFERRED BONUS PLAN

10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

N/A

11. Number of shares, debentures or financial instruments relating to shares disposed

N/A

Edgar Filing: BT GROUP PLC - Form 6-K

12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

13. Price per share or value of transaction

GBP2.3158

14. Date and place of transaction

30.06.06 - LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

HANIF LALANI

a. 14,467 ORDINARY SHARES - PERSONAL HOLDING

b. 433,009 ORDINARY SHARES UNDER THE BT GROUP INCENTIVE SHARE PLAN - CONTINGENT AWARD

c. 191,521 ORDINARY SHARES UNDER THE BT GROUP DEFERRED BONUS PLAN

d. OPTIONS OVER 14,340 ORDINARY SHARES UNDER THE BT GROUP EMPLOYEE SHARES SAVE SCHEME

e. OPTIONS OVER 649,851 ORDINARY SHARES UNDER BT GROUP GLOBAL SHARE OPTION PLAN

16. Date issuer informed of transaction

06.07.06

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

17 Date of grant

N/A.....

18. Period during which or date on which it can be exercised

N/A.....

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

N/A.....

20. Description of shares or debentures involved (class and number)

N/A.....

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

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N/A.....

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

N/A.....

23. Any additional information

THE ABOVE NAMED PERSONS HAVE TECHNICAL INTERESTS, AS AT 6 JULY 2006 UNDER SCHEDULE 13 OF THE COMPANIES ACT AS FOLLOWS:

A. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC IN 24,228,780 ORDINARY SHARES HELD BY ILFORD TRUSTEES (JERSEY) LIMITED IN RESPECT OF CONTINGENT AWARDS UNDER EXECUTIVE SHARE PLANS;

B. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC, IN 0 ORDINARY SHARES HELD IN THE NAME OF HALIFAX CORPORATE TRUSTEES LIMITED AS TRUSTEE FOR BT GROUP EMPLOYEE SHARE INVESTMENT PLAN.

24. Name of contact and telephone number for queries

GRAEME WHEATLEY - 020 7356 6372

Name and signature of duly authorised officer of issuer responsible for making notification

GRAEME WHEATLEY

Date of notification

06.07.06

Enclosure No.9

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an issuer to make a RIS notification required by DR 3.1.4R(1).

- (1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating to the shares of the issuer should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.



## Edgar Filing: BT GROUP PLC - Form 6-K

Please complete all relevant boxes in block capital letters.

1. Name of the issuer

BT GROUP PLC

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1)(a); or

(ii) DR 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

(III) BOTH (I) AND (II)

Name of person discharging managerial responsibilities/director

PAUL REYNOLDS

4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

N/A

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

NOTIFICATION IN RESPECT OF GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN AND BT GROUP DEFERRED BONUS PLAN

6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

ORDINARY SHARES IN BT GROUP PLC OF 5P EACH

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

BT GROUP PLC

8 State the nature of the transaction

GRANTS OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN AND BT GROUP DEFERRED BONUS PLAN

9. Number of shares, debentures or financial instruments relating to shares acquired

PAUL REYNOLDS

194,317 SHARES UNDER THE INCENTIVE SHARE PLAN

116,590 SHARES UNDER THE DEFERRED BONUS PLAN

10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)

N/A

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11. Number of shares, debentures or financial instruments relating to shares disposed

N/A

12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)

N/A

13. Price per share or value of transaction

GBP2.3158

14. Date and place of transaction

30.06.06 - LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)

PAUL REYNOLDS

a. 98,157 ORDINARY SHARES - PERSONAL HOLDING

b. 530,455 ORDINARY SHARES UNDER THE BT GROUP INCENTIVE SHARE PLAN - CONTINGENT AWARD

c. 332,526 ORDINARY SHARES UNDER THE BT GROUP DEFERRED BONUS PLAN

d. AN OPTION OVER 4,555 ORDINARY SHARES UNDER THE BT GROUP EMPLOYEE SHARES SAVE SCHEME

e. OPTIONS OVER 1,448,764 ORDINARY SHARES UNDER BT GROUP GLOBAL SHARE OPTION PLAN

16. Date issuer informed of transaction

06.07.06

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

17 Date of grant

N/A.....

18. Period during which or date on which it can be exercised

N/A.....

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

N/A.....

20. Description of shares or debentures involved (class and number)

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N/A.....

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

N/A.....

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

N/A.....

23. Any additional information

THE ABOVE NAMED PERSONS HAVE TECHNICAL INTERESTS, AS AT 6 JULY 2006 UNDER SCHEDULE 13 OF THE COMPANIES ACT AS FOLLOWS:

A. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC IN 24,228,780 ORDINARY SHARES HELD BY ILFORD TRUSTEES (JERSEY) LIMITED IN RESPECT OF CONTINGENT AWARDS UNDER EXECUTIVE SHARE PLANS;

B. A TECHNICAL INTEREST, TOGETHER WITH ALL EMPLOYEES OF BT GROUP PLC, IN 0 ORDINARY SHARES HELD IN THE NAME OF HALIFAX CORPORATE TRUSTEES LIMITED AS TRUSTEE FOR BT GROUP EMPLOYEE SHARE INVESTMENT PLAN.

24. Name of contact and telephone number for queries

GRAEME WHEATLEY - 020 7356 6372

Name and signature of duly authorised officer of issuer responsible for making notification

GRAEME WHEATLEY

Date of notification

06.07.06

Enclosure No.10

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

1) Name of company

BT Group plc

2) Name of shareholder having a major interest

Barclays PLC

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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

Total holding of the above shareholder

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

Registered holder	number of shares
Bank of Ireland	969,405
Bank of New York	587,446
Barclays Bank PLC (Singapore)	3,700
BARCLAYS CAPITAL NOMINEES LIMITED	271,281,945
BARCLAYS CAPITAL NOMINEES LIMITED	4,229,202
BARCLAYS CAPITAL NOMINEES LIMITED	1,976,500
Barclays Capital Securities Ltd	80,000
Barclays Global Investors Canada	603,238
Barclays Trust Co & others	35,629
BARCLAYS TRUST CO AS EXEC/ADM	623
Barclays Trust Co DMC69	83,788
Barclays Trust Co E99	4,150
Barclays Trust Co R69	175,071
BNP PARIBAS	560,950
Chase Nominees - 16376	4,057,629
Chase Nominees - 20947	61,499,170
Chase Nominees - 21359	3,206,919
Chase Nominess - 28270	1,031,669
Chase Nominees - 28270	2,673,149
CIBC Mellon Global Securities	435,344
Clydesdale Nominees HGB0125 - 00324190	1,725
Clydesdale Nominees HGB0125 - 00520518	845
Clydesdale Nominees HGB0125 - 00594414	28,085

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Clydesdale Nominees HGB0125 - 00594775	730
Clydesdale Nominees HGB0125 - 00227401	1,252
Clydesdale Nominees HGB0125 - 00597278	15,000
Gerrard Nominees Limited	338,945
Greig Middleton Nominees	4,887,833
INVESTORS BANK AND TRUST CO.	118,337,732
JP Morgan (BGI Custody) - 16331	2,045,812
JP Morgan (BGI Custody) - 16338	504,571
JP Morgan (BGI Custody) - 16341	7,000,137
JP Morgan (BGI Custody) - 16341	2,392,877
JP Morgan (BGI Custody) - 16342	1,070,744
JP Morgan (BGI Custody) - 16344	789,498
JP Morgan (BGI Custody) - 16345	1,325,723
JP Morgan (BGI Custody) - 16400	69,148,317
JP Morgan (BGI Custody) - 17011	142,657
JP Morgan (BGI Custody) - 18409	6,405,021
JPMORGAN CHASE BANK	21,684,022
Master Trust Bank	261,173
Mellon Trust - US CUSTODIAN	976,593
Mellon Trust - US CUSTODIAN	333,475
MELLON TRUST OF NEW ENGLAND	565,171
Mitsubishi Trust International	175,285
Mitsui Asset	137,179
NORTHERN TRUST BANK - BGI SEPA	1,458,529
NORTHERN TRUST BANK - BGI SEPA	1,225,615
NORTHERN TRUST BANK - BGI SEPA	308,583
R C Greig Nominees	13,772,586
R C Greig Nominees AK1	4,309,011
R C Greig Nominees BL1	1,190,902

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R C Greig Nominees CM1	413,564
R C Greig Nominees GP1	2,066,788
R C Greig Nominees SA1	778,175
Reflex Nominees Limited	2,625
Reflex Nominees Limited	10,893
State Street	1,094,820
State Street	46,800
STATE STREET BOSTON	4,298,818
STATE STREET TRUST OF CANADA	987,639
The Northern Trust Company	695,462
Trust and Custody Services Bank	81,061
Trust and Custody Services Bank	4,975
ZEBAN NOMINEES LIMITED	686,341
TOTAL HOLDING	623,126,239

5) Number of shares/amount of stock acquired

Total holding of 623,126,239 shares

6) Percentage of issued class

7.48%

7) Number of shares/amount of stock disposed

N/A

8) Percentage of issued class-

N/A

9) Class of security

Ordinary shares of 5p in BT Group plc

10) Date of transaction

n/a

11) Date company informed

11 July 2006

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12) Total holding following this notification

Total holding of 623,126,239 shares

13) Total percentage holding of issued class following this notification

7.48%

14) Any additional information

This notification updates the previous notification dated 05 July 2006 and is a result of the increase in the total holding of Barclays plc from 455,940,341 to 623,126,239 shares.

15) Name of contact and telephone number for queries

Graeme Wheatley, 020 7356 6372

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

Graeme Wheatley, 020 7356 6372

Date of notification 11 July 2006

Enclosure No.11

Thursday 13 July 2006

BT GROUP PLC

TRANSACTION IN OWN SHARES

BT Group plc announces that it has today transferred to participants in its employees share schemes 13,159 ordinary shares at prices of between 154p and 165p per share. The transferred shares were all formerly held as treasury shares.

Following the above transfer, BT Group plc holds 310,135,349 ordinary shares as treasury shares. The total number of ordinary shares in issue (excluding shares held as treasury shares) is 8,327,877,202.

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 undersigned, thereunto duly authorized.

BT Group PLC  
(Registrant)

By: /s/ Patricia Day

-----  
Patricia Day, Assistant Secretary.

Date 17 July 2006