

BT GROUP PLC
Form 6-K
June 07, 2010

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**

Date of Announcement: 7 June 2010

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-

Enclosure 1 Transaction in Own Shares made on 6 April 2010
Enclosure 2 Transaction in Own Shares made on 6 April 2010
Enclosure 3 Transaction in Own Shares made on 13 April 2010
Enclosure 4 Transaction in Own Shares made on 27 April 2010
Enclosure 5 Total Voting Rights made on 30 April 2010
Enclosure 6 Transaction in Own Shares made on 4 May 2010
Enclosure 7 Transaction in Own Shares made on 13 May 2010
Enclosure 8 Director/PDMR Shareholding made on 13 May 2010
Enclosure 9 Holding(s) in Company made on 13 May 2010
Enclosure 10 Transaction in Own Shares made on 18 May 2010
Enclosure 11 Director/PDMR Shareholding made on 19 May 2010
Enclosure 12 Transaction in Own Shares made on 25 May 2010
Enclosure 13 Director Declaration made on 27 May 2010
Enclosure 14 Total Voting Rights made on 28 May 2010
Enclosure 15 Transaction in Own Shares made on 1 June 2010

Enclosure 1

Tuesday 6 April 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 2,581 ordinary shares at the price of 61 pence per share. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of
8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 398,329,711 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,752,897,318

The above figure (7,752,897,318) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT

Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

Enclosure 2

Tuesday 6 April 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 1,000,000 ordinary shares at nil cost. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of

8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 397,329,711 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,753,897,318

The above figure (7,753,897,318) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

Enclosure 3

Tuesday 13 April 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 6,959 ordinary shares at a minimum price of 61 pence per share and a maximum price of 68 pence per share. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of

8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 397,322,752 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,753,904,277.

The above figure (7,753,904,277) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

Enclosure 4

Tuesday 27 April 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 6,826 ordinary shares at a minimum price of 61 pence per share and a maximum price of 111 pence per share. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of
8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 397,315,926 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,753,911,103.

The above figure (7,753,911,103) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

Enclosure 5

Friday 30 April 2010

BT GROUP PLC

TOTAL VOTING RIGHTS - MONTH-END DISCLOSURE

BT Group plc confirms that on 30 April 2010, its capital consisted of 8,151,227,029 ordinary shares with voting rights. On that date, BT Group plc held 397,315,926 ordinary shares as treasury shares and therefore, the total number of voting rights in BT Group plc on that date was 7,753,911,103.

The above figure (
7,753,911,103

) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's

Disclosure and Transparency Rules.

-: Ends :-

Enclosure 6

Tuesday 04 May 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 2,977 ordinary shares at a price of 68 pence per share. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of
8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 397,312,949 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,753,914,080.

The above figure (7,753,914,080) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

Enclosure 7

Thursday 13 May 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 1,058 ordinary shares at a price of 68 pence per share. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of
8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 397,311,891 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,753,915,138.

The above figure (7,753,915,138) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

Enclosure 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

**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

IAN LIVINGSTON

TONY CHANMUGAM

SALLY DAVIS

ROEL LOUWHOFF

GAVIN PATTERSON

CLIVE SELLEY

4. State whether notification relates to a

person

connected with a

person discharging managerial responsibilities

/

director

named in 3 and identify the

connected person

ILFORD TRUSTEES (JERSEY) LIMITED

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

LAPSE OF AWARDS UNDER THE BT GROUP INCENTIVE 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

ILFORD TRUSTEES (JERSEY) LIMITED

8 State the nature of the transaction

LAPSE OF AWARDS UNDER THE BT GROUP INCENTIVE SHARE PLAN

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

IAN LIVINGSTON

SHARES LAPSING UNDER THE INCENTIVE SHARE PLAN - 393,268

TONY CHANMUGAM

SHARES LAPSING UNDER THE INCENTIVE SHARE PLAN - 94,811

SALLY DAVIS

SHARES LAPSING UNDER THE INCENTIVE SHARE PLAN - 80,896

ROEL LOUWHOFF

SHARES LAPSING UNDER THE INCENTIVE SHARE PLAN - 305,746

GAVIN PATTERSON

SHARES LAPSING UNDER THE INCENTIVE SHARE PLAN - 128,187

CLIVE SELLEY

SHARES LAPSING UNDER THE INCENTIVE SHARE PLAN - 61,245

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)

IAN LIVINGSTON

PERSONAL HOLDING

: S

HARES - 1,084,513

BT GROUP DEFERRED BONUS PLAN: SHARES - 643,616

BT GROUP INCENTIVE SHARE PLAN: SHARES - 3,470,661

BT GROUP EMPLOYEE SHARES SAVE SCHEME: OPTION OVER 12,110 SHARES.

TONY CHANMUGAM

PERSONAL HOLDING

:

SHARES - 205,629

BT GROUP DEFERRED BONUS PLAN: SHARES - 153,308

BT GROUP INCENTIVE SHARE PLAN: SHARES - 1,097,706

BT GROUP GLOBAL SHARE OPTION PLAN: OPTIONS OVER 37,384 SHARES

BT GROUP EMPLOYEE SHARES/SAVE SCHEME: AN OPTION OVER 12,110 SHARES.

SALLY DAVIS

PERSONAL HOLDING

:

SHARES - 232,492

BT GROUP DEFERRED BONUS PLAN: SHARES - 249,405

BT GROUP INCENTIVE SHARE PLAN: SHARES - 544,414

BT GROUP GLOBAL SHARE OPTION PLAN: OPTIONS OVER 343,732

ROEL LOUWHOFF

PERSONAL HOLDING

:

SHARES - 334,820

BT GROUP DEFERRED BONUS PLAN: SHARES - 287,034

BT GROUP INCENTIVE SHARE PLAN: SHARES - 771,631

BT GROUP RETENTION SHARE PLAN: SHARES - 152,870

GAVIN PATTERSON

PERSONAL HOLDING: SHARES - 409,181

BT GROUP DEFERRED BONUS PLAN: SHARES - 141,789

BT GROUP INCENTIVE SHARE PLAN: SHARES - 1,701,301

BT GROUP GLOBAL SHARE OPTION PLAN: OPTIONS OVER 98,178 SHARES

CLIVE SELLEY

PERSONAL HOLDING

:

SHARES - 46,493

BT GROUP DEFERRED BONUS PLAN: SHARES - 246,553

BT GROUP INCENTIVE SHARE PLAN: SHARES - 127,770

BT GROUP SPECIAL INCENTIVE AWARD: OPTIONS OVER 53,259 SHARES

BT GROUP GLOBAL SHARE OPTION PLAN: OPTIONS OVER 20,769 SHARES

16. Date issuer informed of transactions

12 MAY 2010

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

N/A

24. Name of contact and telephone number for queries

ANNA WATCH - 020 7356 5158

Name and signature of duly authorised officer of issuer

responsible for making notification

ANNA WATCH

Date of notification

13 MAY 2010

END

Enclosure 9

For filings with the FSA include the annex

For filings with issuer exclude the annex

TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARESⁱ

1. Identity of the issuer or the underlying issuer

of existing shares to which voting rights are

BT Group PLC

attached: ⁱⁱ

2 Reason for the notification (please tick the appropriate box or boxes):

An acquisition or disposal of voting rights

An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached

An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments

An event changing the breakdown of voting rights

Other (please specify):

3. Full name of person(s) subject to the

notification obligation: ⁱⁱⁱ

BlackRock, Inc.

4. Full name of shareholder(s)

(if different from 3.):^{iv}

7th May 2010

5. Date of the transaction and date on which the threshold is crossed or reached: ^v

6. Date on which issuer notified:

11th May 2010

7. Threshold(s) that is/are crossed or reached: ^{vi, vii}

Holding has gone below 5%

8. Notified details:**A: Voting rights attached to shares** ^{viii, ix}

Class/type of shares if possible using the ISIN CODE	Situation previous to the triggering transaction		Resulting situation after the triggering transaction	
	Number of Shares	Number of Voting Rights	Number of voting rights	% of voting rights ^x
			Direct Indirect ^{xii}	Direct Indirect
GB0030913577	406,119,930	406,119,930	N/A	255,769,492%

B: Qualifying Financial Instruments**Resulting situation after the triggering transaction**

Type of financial instrument	Expiration date ^{xiii}	Exercise/ Conversion Period ^{xiv}	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights

C: Financial Instruments with similar economic effect to Qualifying Financial Instruments ^{xv, xvi}**Resulting situation after the triggering transaction**

Type of financial instrument	Exercise price	Expiration date ^{xvii}	Exercise/ Conversion period ^{xviii}	Number of voting rights instrument refers to	% of voting rights ^{xix, xx}
CFD	N/A	N/A	N/A	4,782,753	Initial 0.06%

Total (A+B+C)**Number of voting rights**

386,038,522

Percentage of voting rights

4.98%

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable: ^{xxi}

BlackRock Investment Management (UK) Limited – 386,038,522 (4.98%)

Proxy Voting:

10. Name of the proxy holder:

11. Number of voting rights proxy holder will cease to hold:

12. Date on which proxy holder will cease to hold voting rights:

13. Additional information:

14. Contact name:

Anna Watch

15. Contact telephone number:

020 7356 5158

Enclosure 10

Tuesday 18 May 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 3,704 ordinary shares at a minimum price of 61 pence per share and a maximum price of 68 pence per share. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of
8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 397,308,187 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,753,918,842.

The above figure (7,753,918,842) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

Enclosure 11

**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 MICHAEL RAKE

IAN LIVINGSTON

SALLY DAVIS

GAVIN PATTERSON

4. State whether notification relates to a
person
connected with a
person discharging managerial responsibilities

/

director

named in 3 and identify the
connected person

EQUINITI SHARE PLAN TRUSTEES LIMITED

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

PURCHASE OF SHARES BY EQUINITI SHARE PLAN TRUSTEES LIMITED AS TRUSTEE OF 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

EQUINITI SHARE PLAN TRUSTEES LIMITED

8 State the nature of the transaction

PURCHASE OF SHARES BY EQUINITI SHARE PLAN TRUSTEES LIMITED AS TRUSTEE OF THE BT
GROUP EMPLOYEE SHARE INVESTMENT PLAN

9. Number of

shares

, debentures or financial instruments relating to

shares

acquired

SIR MICHAEL RAKE - 1161 SHARES

IAN LIVINGSTON - 1161 SHARES

SALLY DAVIS - 1161 SHARES

GAVIN PATTERSON - 1161 SHARES

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

129.2 pence

14. Date and place of transaction

17 MAY 2010 - 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 MICHAEL RAKE

PERSONAL HOLDING: 109,523 ORDINARY SHARES

BT GROUP EMPLOYEE SHARES SAVE SCHEME: OPTIONS OVER 12,110 SHARES.

IAN LIVINGSTON

PERSONAL HOLDING: 1,085,674 ORDINARY SHARES

BT GROUP DEFERRED BONUS PLAN: 643,616 SHARES

BT GROUP INCENTIVE SHARE PLAN: 3,470,661 SHARES

BT GROUP EMPLOYEE SHARES SAVE SCHEME: OPTIONS OVER 12,110 SHARES.

GAVIN PATTERSON

PERSONAL HOLDING: 410,342 ORDINARY SHARES

BT GROUP DEFERRED BONUS PLAN: 141,789 SHARES

BT GROUP INCENTIVE SHARE PLAN: 1,701,301 SHARES

BT GROUP GLOBAL SHARE OPTION PLAN: OPTIONS OVER 98,178 SHARES

SALLY DAVIS

PERSONAL HOLDING: 233,653 ORDINARY SHARES

BT GROUP DEFERRED BONUS PLAN: 249,405 SHARES

BT GROUP INCENTIVE SHARE PLAN: 544,414 SHARES

BT GROUP GLOBAL SHARE OPTION PLAN: OPTIONS OVER 343,732 SHARES

16. Date issuer informed of transaction

18 MAY 2010

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

N/A

24. Name of contact and telephone number for queries

ANDREW BENNETT - 020 7356 6027

**Name and signature of duly authorised officer of
issuer**

responsible for making notification

ANDREW BENNETT

Date of notification

19 MAY 2010

END

Enclosure 12

Tuesday 25 May 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 330 ordinary shares at a price of 68 pence per share. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of
8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 397,307,857 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,753,919,172.

The above figure (7,753,919,172) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

Enclosure 13

BT GROUP plc

27 May 2010

Notification under Listing Rule 9.6.14

Details of an additional directorship appointment by a current director

1. Patricia Hewitt is the Senior Independent Director of BT Group plc.
2. With effect from 26 May 2010, Patricia Hewitt was appointed an Independent Non-Executive Director of Groupe Eurotunnel SA.

Contact for queries:

Name: Anna Watch
Address: pp A9C, BT Centre, 81 Newgate Street, London EC1A 7AJ
Date of Notification: 27 May 2010
Enclosure 14

Friday 28 May 2010

BT GROUP PLC

TOTAL VOTING RIGHTS - MONTH-END DISCLOSURE

BT Group plc confirms that on 28 May 2010, its capital consisted of 8,151,227,029 ordinary shares with voting rights. On that date, BT Group plc held 397,307,857 ordinary shares as treasury shares and therefore, the total number of voting rights in BT Group plc on that date was 7,753,919,172.

The above figure (

7,753,919,172

) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

-: Ends :-

Enclosure 15

Tuesday 1 June 2010

BT GROUP PLC

TRANSACTION IN OWN SHARES - VOTING RIGHTS AND CAPITAL

BT Group plc announces that it has today transferred in connection with its employee share plans 2,355 ordinary shares at a minimum price of 61 pence per share and a maximum price of 68 pence per share. The transferred shares were all formerly held as treasury shares.

BT Group plc's capital consists of

8,151,227,029

ordinary shares with voting rights. Following the above transfer, BT Group plc holds 397,305,502 ordinary shares as treasury shares. Therefore, the total number of voting rights in BT Group plc is 7,753,921,527.

The above figure (7,753,921,527) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, BT Group plc under the FSA's Disclosure and Transparency Rules.

= ends =

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 7 June 2010