

BT GROUP PLC  
Form 6-K  
July 12, 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: 12 July 2010

BT Group PLC

(Translation of registrant's name into English)

BT Group PLC  
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.

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-  
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TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES<sup>i</sup>

**1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:**

BT Group plc

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**2 Reason for the notification**

(please tick the appropriate box or boxes):

An acquisition or disposal of voting rights

X

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:**

Invesco Limited

iii

**4. Full name of shareholder(s)**

(if different from 3.):<sup>iv</sup>

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

07 July 2010

v

**6. Date on which issuer notified:**

08 July 2010

**7. Threshold(s) that is/are crossed or reached:**

10%, 11%

vi, vii

**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 shares	Number of voting rights		% of voting rights <sup>x</sup>	
				Direct	Indirect	Direct	Indirect
Ordinary 5p Shares GB0030913577	780,460,169	780,460,169		xi	xii 854,960,561		11.02%

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

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

**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	Exercise/Conversion period	Number of voting rights instrument refers to	% of voting rights	
		xvii	xviii		xix, xx	
					Nominal	Delta

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

854,960,561

**Percentage of voting rights**

11.02%

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

xxi

ABN Amro Bank - 952,805  
Brown Brothers Harriman, New Jersey - 1,469,116  
Bank of Ireland, Dublin - 2,516,627  
Bank of New York - 689,780,025  
Banque Paribas, Frankfurt - 1,051,996  
Bank of New York Mellon - 10,839,330  
Bank of New York Singapore - 125,000  
Boston Safe Deposit - 310,805  
Credit Agricole Indosuez, Luxembourg - 124,269  
Chase Bank Hong Kong - 984,911  
JP Morgan Chase - 2,620,144  
Chase, Frankfurt - 2,896,004  
Citibank, Luxembourg - 1,954,337  
Citibank, New York - 162,522  
Citibank - 429,434  
Credit Agricole Indosuez - 463,929  
EKK EG Kasal - 11,262  
Erste Group Bank, Austria - 944,930  
HSBC Bank plc, London - 13,663,885  
Japan Trustee Services Bank - 777,294  
Mellon Bank , Pittsburgh - 3,858,709  
B.Metzler seel.Sohn & Co.KG, Frankfurt - 56,439  
Master Trust Bank - 6,481,994  
Morgan Stanley, London - 176,559  
National Custody Services - 387,372  
State Street, Sydney - 20,000  
State Street Trust & Banking Co, Boston - 1,342,253  
State Street Trust & Banking Co, Hong Kong - 298,906  
State Street Trust & Banking Co, London - 99,520,005  
Trust & Custody Services - 30,237  
Northern Trust Company, London - 7,322,405  
Vorarlberger Landes-und Hypothekenbk Akti - 2,019  
Invesco PowerShares Capital Management LLC Limited - (ADS ratio 10:1) - 210,430  
Invesco PowerShares Capital Management LLC Limited - 386,926  
Invesco PowerShares Capital Management Ireland Ltd. - 126,530  
Invesco Advisers Inc. - 1,918,991  
Other - 742,161

**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

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

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Patricia Day, Assistant Secretary.

Date: 12 July 2010