

BT GROUP PLC
Form 6-K
May 30, 2014

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: 30 May 2014

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.

Form 20-F..X...

Form 40-F.....

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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-

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 attached: ii | BT Group PLC |
| 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: iii | Invesco Limited |
| 4. Full name of shareholder(s) (if different from 3.):iv | |
| 5. Date of the transaction and date on which the threshold is crossed or reached: v | 28 May 2014 |
| 6. Date on which issuer notified: | 29 May 2014 |
| 7. Threshold(s) that is/are crossed or reached: vi, vii | Below 5% |

8. Notified details:

| | | | | | | | |
|--|--|---------------|--|---------------|----------------------|----------|--|
| A: Voting rights attached to shares viii, ix | | | | | | | |
| Class/type of shares | Situation previous to the triggering transaction | | Resulting situation after the triggering transaction | | | | |
| | Number of | Number of | Number of | Number of | % of voting rights x | | |
| if possible using the ISIN CODE | Shares | Voting Rights | shares | voting rights | Direct | Indirect | |
| | | | Direct | Indirect xii | Direct | Indirect | |

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Direct
xi

| | | | | | |
|---------------|-------------|-------------|--|-------------|-------|
| Ord 5p Shares | | | | | |
| GB0030913577 | 778,912,816 | 778,912,816 | | 389,877,293 | 4.92% |

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 |
|------------------------------|----------------|----------------------|-----------------------------------|--|----------------------------|
| | | | | | Nominal Delta |

Total (A+B+C)

| | |
|-------------------------|-----------------------------|
| Number of voting rights | Percentage of voting rights |
| 389,877,293 | 4.92% |

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

- Invesco Global Asset Management Limited - 19,239,531
- Invesco Advisers Inc - 495,983
- Invesco Asset Management GmbH & Invesco GT Management - 11,141,137
- Invesco Asset Management Japan - 907,167
- Invesco Asset Management GmbH - 2,999,706
- Invesco Asset Management Limited - 55,303,970
- Invesco Asset Management S.A (France) - 779,795
- Invesco Austria & Invesco Asset Management GmbH - 91,404
- Invesco GT Management S.A - 4,766,777
- Invesco Hong Kong Limited - 1,530,392
- Invesco Fund Managers Limited - 291,214,676
- Invesco PowerShares Capital Management Limited - 1,269,205
- ADR's 10:1 = 137,550

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:

Holdings are based on BT Groups adjusted share capital of 7,919,231,718 on 28/05/14

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/ Dan Fitz, Company Secretary

Dan Fitz, Company Secretary.

Date 30 May 2014