

CELLTECH GROUP PLC  
Form 6-K  
February 10, 2004

**FORM 6-K**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a - 16 or 15d - 16 of**

**the Securities Exchange Act of 1934**

For the month of **February, 2004**

Commission File Number: **1-10817**

**CELLTECH GROUP PLC**

(Translation of registrant's name into English)

**208 Bath Road, Slough, Berkshire SL1 3WE ENGLAND**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F  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

Edgar Filing: CELLTECH GROUP PLC - Form 6-K

(If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_).

Enclosure: Director Shareholding

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company  
Celltech Group plc
  2. Name of director  
Dr Marvin Jaffe
  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 or in respect of a non-beneficial interest  
As in 2 above
  4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)  
Dr Marvin Jaffe
  5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)  
N/a
  6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary  
Disposal of shares
  7. Number of shares / amount of stock acquired  
N/a
  8. Percentage of issued class  
N/a
  
  9. Number of shares/amount of stock disposed  
620
  10. Percentage of issued class  
0.0002%
  11. Class of security  
Ordinary 50p Shares
  12. Price per share  
Unknown
  
  13. Date of transaction  
2nd February 2004
  14. Date company informed  
9th February 2004
  15. Total holding following this notification  
600
  
  16. Total percentage holding of issued class following this notification  
0.0002%
- If a director has been granted options by the company please complete the following boxes.**
17. Date of grant  
N/a

Edgar Filing: CELLTECH GROUP PLC - Form 6-K

18. Period during which or date on which exercisable

N/a

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

N/a

20. Description of shares or debentures involved: class, number

N/a

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

N/a

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

23. Any additional information

Broker transaction undertaken on behalf of, but without the knowledge of, Dr Jaffe.

24. Name of contact and telephone number for queries

Anita Dowling

(01753) 777106

25. Name and signature of authorised company official responsible for making this notification

J A D Slater

Date of Notification

10th February 2004

The FSA does not give any express or implied warranty as to the accuracy of this document or material and does not accept any liability for error or omission. The FSA is not liable for any damages (including, without limitation, damages for loss of business or loss of profits) arising in contract, tort or otherwise from the use of or inability to use this document, or any material contained in it, or from any action or decision taken as a result of using this document or any such material.

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.

PLC

CELLTECH GROUP

(Registrant)

ALLEN

By: /s/ PETER

Peter Allen  
Chief Financial

Officer

Dated: 10 February, 2004

