

CELLTECH GROUP PLC  
Form 6-K  
January 20, 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 **January, 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

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

Enclosure: 1. Director Shareholding dated 8 January 2004  
Enclosure: 2. Notice of Results dated 15 January 2004

Enclosure: 1. Director Shareholding dated 8 January 2004

### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company

Celltech Group plc

2. Name of director

Dr G Ando  
Mr P V Allen  
Dr M G Lee  
Mrs I Saunders

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)  
Please see below - additional information section

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  
Technical interest - see additional information section

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

N/a

10. Percentage of issued class

N/a

11. Class of security

N/a

12. Price per share

N/a

13. Date of transaction

See below

14. Date company informed

See below

15. Total holding following this notification

N/a

16. Total percentage holding of issued class following this notification N/a

**If a director has been granted options by the company please complete the following boxes.**

17. Date of grant

N/a

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

N/a

23. Any additional information

The Company became aware on 8 January 2004 that each of the Directors technically became interested on 8 January 2004 in 272,123 ordinary shares of 50p each in the Company by virtue of the Celltech Group plc Employee Share Trust ("Trust") acquiring such shares and the Directors being potential beneficiaries under the Trust.

24. Name of contact and telephone number for queries

Cheryl Cramer (01753) 447933

25. Name and signature of authorised company official responsible for making this notification  
J A D Slater

Date of Notification  
8 January 2004

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Enclosure: 2. Notice of Results dated 15 January 2004

15th January, 2004

Celltech Group plc  
Notice of Preliminary Results

Celltech Group plc will be announcing its preliminary results for the year ending 31st December, 2003, on Tuesday 16th March, 2004.

- 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.

PLC

CELLTECH GROUP

(Registrant)

ALLEN

By: /s/ PETER

Peter Allen  
Chief Financial

Officer

Dated: 19 January, 2004