

AR01

Annual Return

(For returns made up to a date on or *after 1 October 2011*)

105626/40

BLUEPRINT

OneWorld

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

✓ **What this form is for**
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

✗ **What this form is NOT for**
You cannot use this form to
give notice of changes to the
company's officers, registered office or
company type or information
relating to the company's
accounts

WEDNESDAY



A10 04/09/2013 #133
COMPANIES HOUSE

Part 1

Company details

The section must be completed by all companies.

→ **Filing in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1

Company details

Company number 1 8 0 0 0 0 0
Company name in full British Telecommunications plc

● **Company name change**
If your company has recently
changed its name, please provide
the company name as at the date of
this return.

A2

Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below.

If you would like the company's made up date to be earlier than 1 October 2011,
please complete the AR01 appropriate for earlier made up dates

Date of this return ● 0 9 0 8 2 0 1 3

● **Date of this return**
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date

A3

Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities. ●

Classification code 1 6 1 9 0 0
Classification code 2
Classification code 3
Classification code 4

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description Telecommunications

● **Principal business activity**
You must provide a trade
classification code (SIC code 2007)
or a description of your company's
main business in this section.

A full list of the trade classification
codes are available on our website.
www.companieshouse.gov.uk

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(For returns made up to a date on or after 1 October 2011)

A4**Company type •**

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☒ Public limited company
- ☐ Private company limited by shares
- ☐ Private company limited by guarantee
- ☐ Private company limited by shares exempt under section 60
- ☐ Private company limited by guarantee exempt under section 60
- ☐ Private unlimited company with share capital
- ☐ Private unlimited company without share capital

• Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website.

www.companieshouse.gov.uk

A5**Registered office address •**

Building name/number	81
Street	Newgate Street
Post town	London
County/Region	
Postcode	E C 1 A 7 A J

• Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return.

A6**Single alternative inspection location (SAIL) of the company records (if applicable) •**

Building name/number	
Street	
Post town	
County/Region	
Postcode	

• SAIL address

This must agree with the address that is held on the Companies House record at the date of this return.

If the address has changed, you should complete form AD02 and submit it together with this annual return.

A7**Location of company records •**

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6

- ☐ Register of members
- ☐ Register of directors
- ☐ Directors' service contracts
- ☐ Directors' indemnities
- ☐ Register of secretaries
- ☐ Records of resolutions etc
- ☐ Contracts relating to purchase of own shares
- ☐ Documents relating to redemption or purchase of own share out of capital by private company
- ☐ Register of debenture holders
- ☐ Report to members of outcome of investigation by public company into interests in its shares
- ☐ Register of interests in shares disclosed to public company
- ☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
- ☐ Instruments creating charges and register of charges Scotland

• Location of company records

If the company records are held at the registered office address, do not tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return

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(For returns made up to a date on or *after 1 October 2011*)**Part 2****Officers of the company**

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

Continuation pages

Please use a continuation page if you need to enter more of your details.

Secretary**B1****Secretary's details**

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4.

Title*	
Full forename(s)	Heather Gwendolyn
Surname	Brierley
Former name(s)●	

● **Secretary appointments**

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return.

Corporate details

Please use Section C1-C4 to enter corporate secretary details.

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03.

● **Former name(s)**

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

B2**Secretary's service address**

Building name/number	ppA9D
Street	BT Centre 81 Newgate Street
Post town	London
County/Region	
Postcode	E C 1 A 7 A J
Country	

● **Service address**

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01**Annual Return**(For returns made up to a date on or *after 1 October 2011*)**Corporate secretary****C1 Corporate secretary's details •**

Please use this section to list all the corporate secretaries of the company

Corporate body/
name

Building name/number

Street

Post town

County/Region

Postcode

Country

• Corporate secretary appointments

You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return.

Corporate secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04.

This information will appear on the public record.

C2 Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3 EEA companies •**

Please give details of the register where the company is kept (including the relevant state) and the registration number in that register

Where the company/
firm is registered •

Registration number

• EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

- This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

C4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the
corporate body
or firm

Governing law

If applicable, where
the company/
firm is
registered •If applicable, the
registration number**• Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

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(For returns made up to a date on or *after 1 October 2011*)**Director****D1****Director's details**

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4.

Title*	Mr
Full forename(s)	Anthony Everard Ashiantha
Surname	Chanmugam
Former name(s)	
Country/State of residence	England
Nationality	British
Date of birth	06/04/1954
Business occupation (if any)	Chief Financial Officer

● **Director appointments**
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

● **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2**Director's service address**

Building name/number	BT Centre
Street	81 Newgate Street
Post town	London
Country/Region	
Postcode	EC1A 7AJ
Country	United Kingdom

● **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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(For returns made up to a date on or *after 1 October 2011*)**Director**

D1 Director's details •	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	
Full forename(s)	Glyn
Surname	Parry
Former name(s)•	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	0 2 0 2 1 9 6 7
Business occupation (if any)	Accountant

● **Director appointments**
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

● **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address •	
Building name/number	pp A9D
Street	BT Centre 81 Newgate Street
Post town	London
County/Region	
Postcode	E C 1 A 7 A J
Country	United Kingdom

● **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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(For returns made up to a date on or *after 1 October 2011*)

Director

D1	Director's details ●	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mr	
Full forename(s)	Sean Mountford Graham	
Surname	Williams	
Former name(s)●		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	0 1 0 6 1 9 6 3	
Business occupation (if any)	Company Director	

● **Director appointments**
You cannot use this form to appoint a director. To do this, please complete form **AP01** and submit it together with this annual return.

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH01**.

● **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ●	
Building name/number	pp A9D	
Street	BT Centre	
	81 Newgate Street	
Post town	London	
County/Region		
Postcode	E C 1 A 7 A J	
Country	United Kingdom	

● **Service address**
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Annual Return

(For returns made up to a date on or *after 1 October 2011*)**Corporate director****E1 Corporate director's details •**

Please use this section to list all the corporate director's of the company

Corporate body/
name

Building name/number

Street

Post town

County/Region

Postcode

Country

- **Corporate director appointments**
You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return.

Corporate director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02.

This information will appear on the public record.

E2 Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

→ Yes Complete **Section E3 only**→ No Complete **Section E4 only****E3 EEA companies •**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/
firm is registered •

Registration number

- **EEA**
A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

- This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

E4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the
corporate body
or firm

Governing law

If applicable, where
the company/
firm is
registered •If applicable, the
registration number

- **Non-EEA**
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

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(For returns made up to a date on or *after 1 October 2011*)**Part 3****Statement of capital**

Does your company have share capital?

→ Yes Complete the sections below and the following Part 4

→ No Go to Part 5 (Signature)

● This should reflect the company's capital status at the made up date of this annual return.

F1**Share capital in pound sterling (£)**

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ●	Amount (if any) unpaid on each share ●	Number of shares ●	Aggregate nominal value ●
ORDINARY	1 17	0 00	8,689,755,905	£,172,438,976 25
				£
				£
				£
Totals			8,689,755,905	£,172,438,976 25

F2**Share capital in other currencies**

Please complete the table below to show any class of shares held in other currencies.

Please complete a separate table for each currency

Currency	Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ●	Amount (if any) unpaid on each share ●	Number of shares ●	Aggregate nominal value ●
Totals					

Currency	Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ●	Amount (if any) unpaid on each share ●	Number of shares ●	Aggregate nominal value ●
Totals					

F3**Totals**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares	
Total aggregate nominal value ●	

● Total aggregate nominal value
Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc.

- Including both the nominal value and any share premium
- Total number of issued shares in this class.

- Number of shares issued multiplied by nominal value of each share

Continuation Pages

Please use a Statement of Capital continuation page if necessary

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F4

Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share

£0.25 ORDINARY

Voting rights

The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption

Class of share

Voting rights

Class of share

Voting rights

Class of share

Voting rights

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Part 4

Shareholders

Does your company have share capital?

→ Yes go to **Section G1** 'Companies with share capital'

→ No Go to **Part 5 (Signature)**

G1

Companies with share capital

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below ●

☒ No go to **Section G2** 'Past and present shareholders'

☐ Yes go to **Question 2**

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to **Section G2** 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies?(3) Please tick the appropriate box below ●

☐ No go to **Section G4** 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'

☐ Yes go to **Part 5 (Signature)**

● A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognised investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.do

● DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%)

G2

List of past and present shareholders ●

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below

☐ There were no shareholder changes in this period. Go to **Part 5 (Signature)**

☒ A full list of shareholders is enclosed

☐ A list of shareholder changes is enclosed

How is the list of shareholders enclosed. Please tick the appropriate box below

☒ The list of shareholders is enclosed on paper. Go to **Section G3** 'List of past and present shareholders'

☐ The list of shareholders is enclosed in another format. Go to **Part 5 (Signature)**.

● This section only applies to companies answering 'No' in **Section G1**

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Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

- Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
BT Group Investments Limited	£0.25 ORDINARY	8,689,755,904		/ /
BT Group Nominees Limited	£0.25 ORDINARY	1		/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

CHFP010

10/11 Version 5.0

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(For returns made up to a date on or *after 1 October 2011*)

G4

Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return

This section should show only the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return.

It should only be completed by companies that have answered 'Yes' to Question 1 in Section G1, and 'No' to Question 2 in Section G1

If there were no shareholders holding at least 5% of any class of share(s) at the date of this return, this section may be left blank.

→ Go to **Part 5 (Signature)**

This section only applies to companies answering 'No' to Question 2 in Section G1

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return' continuation page if necessary

Shares or stock currently held

Shareholder's name	Shareholder's address	Class of share	Number of shares or amount of stock

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(For returns made up to a date on or *after 1 October 2011*)

Part 5

Signature

This must be completed by all companies.

I am signing this form on behalf of the company

Signature

Signature

X



X

This form may be signed by:

Director ●, Secretary, Person authorised ●, Charitable commission receiver and manager, CIC manager, Judicial factor

● **Societas Europaea**

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

● **Person authorised**

Under either section 270 or 274 of the Companies Act 2006.

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(For returns made up to a date on or *after 1 October 2011*)



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

pp A9F

Address

BT Centre

81 Newgate Street

Post town

London

County/Region

Postcode

E C 1 A 7 A J

Country

United Kingdom

DX

Telephone



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £40 is payable to Companies House in respect of an Annual Return.

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales.

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland.

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N.R. Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

British Telecommunications plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Subsidiary Undertakings (produced as at 31/03/2013)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
Abbeygrove Limited	Isle of Man	£1 00 Ordinary shares	0 000	100 000
Accommodation Services (Holdings) Limited	United Kingdom	£1 00 Ordinary shares	0 000	20 000
Albacom Holdings	United Kingdom	£2 95 'A' ORDINARY shares	0 000	100 000
America Inalambica S A	Colombia	COP100 00 Common shares	0 000	99 999
Arrakis Servicios y Comunicaciones S L	Spain	ESP1 00 COMMON STOCK shares	0 000	100 000
Atlanet SpA	Italy	€ Ordinary shares	0 000	100 000
Aurra Consulting Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Australia Japan Cable Holdings Limited	Bermuda	US\$1 00 Common	0 000	0 002
		US\$1 00 Common (\$0 9126 paid on 08/03/2000)	0 000	8 085
Autumnwindow Limited	United Kingdom	£1 00 Ordinary shares	100 000	
Autumnwindow No 2 Limited	United Kingdom	£1 00 Ordinary shares	100 000	
Autumnwindow No 3 Limited	United Kingdom	£1 00 Ordinary shares	100 000	
Avenue Legal Systems Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
B T Communication Israel Ltd	Israel	ILS1 00 Ordinary shares	0 000	100 000
Basictel SpA	Italy	€1,000 00 Ordinary shares	0 000	100 000
Basilica Computing Limited	United Kingdom	£0 01 Ordinary shares	0 000	100 000
Basilica Distribution Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Basilica Group Limited	United Kingdom	£0 10 Ordinary shares	100 000	
Belmullet Limited	Isle of Man	£1 00 Ordinary shares	0 000	100 000
		£1 00 ORDINARY shares	0 000	100 000
Boingo Wireless Inc	United States	DRS Book Entry shares	0 000	1 915
Bokwood Limited	Jersey	£1 00 Unclassified shares	100 000	
Brightview Group Limited	United Kingdom	£0 01 Ordinary shares	100 000	
Brightview Internet Services Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
British Telecom	United Kingdom	US\$1 00 ORDINARY shares	100 000	
British Telecom Al-Saudia Limited	Saudi Arabia	SAR100 00 OTHER shares	0 000	49 000
British Telecommunications Finance Limited	Jersey	£1 00 Ordinary shares	100 000	
		£1 00 Preference shares	100 000	
British Telecommunications Finance Limited - UK Branch*	United Kingdom	-	0 000	100 000
Bruning Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

British Telecommunications plc

The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (Schedule 4. Part 3)

Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BT (Barbados) Limited	Barbados	BBD Ordinary shares	0 000	100 000
BT (CBP) Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT (Germany) GmbH & Co oHG	Germany	€1 00 Ordinary shares	0 000	100 000
BT (Gibraltar) Limited	Gibraltar	£1 00 Ordinary shares	0 000	100 000
BT (India) Private Limited	India	INR10 00 Ordinary shares	0 000	100 000
BT (India) Private Limited Singapore Branch*	Singapore	-	0 000	100 000
BT (International) Holdings Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
		£1 00 ORDINARY (0 7750 paid on 21/05/1997) shares	0 000	100 000
BT (International) Holdings Limited & Co LLC	Oman	OMR1 00 Ordinary shares	0 000	100 000
BT (International) Holdings Limited (Jordan)	Jordan	JOD1 00 Ordinary shares	0 000	100 000
BT (Jersey) Jutland Limited	Jersey	£1 00 Ordinary shares	100 000	
BT (Jersey) Jutland Limited - UK Branch*	United Kingdom	-	0 000	100 000
BT (Luxembourg) JH S a r l	Luxembourg	€100 00 Ordinary	0 000	100 000
BT (Luxembourg) Taylor S a r l	Luxembourg	€100 00 Ordinary	0 000	100 000
BT (Middle East) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT (Netherlands) Holdings B V	Netherlands	€500 00 Ordinary shares	0 000	100 000
BT (Netherlands) Shank C V *	Netherlands	-	0 000	100 000
BT (Nigeria) Limited	Nigeria	NGN1 00 ORDINARY shares	0 000	100 000
BT (RRS LP) Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT (Second) Nominees Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT (SL) Limited	Sierra Leone	SLL1 00 Ordinary shares	0 000	100 000
BT (Third) Nominees Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT (Vietnam) Co Ltd	Vietnam	US\$1 00 Ordinary shares	0 000	100 000
BT (Worldwide) Limited	United Kingdom	£1 00 ORDINARY shares	100 000	
BT Albania Limited SH P K	Albania	ALL Ordinary shares	0 000	100 000
BT Algeria Communications SARL	Algeria	DZD10,000 00 Ordinary shares	0 000	100 000
BT Americas Holdings Inc	United States	US\$1 00 Common Stock shares	0 000	100 000
BT Americas Inc	United States	US\$1 00 COMMON shares	0 000	100 000
BT Argentina S R L	Argentina	ARS10 00 Ordinary shares	0 000	100 000
BT Australasia Pty Limited	Australia	AUD1 00 ORDINARY shares	0 000	100 000
		AUD1 00 REDEEMABLE PREFERENCE shares	0 000	100 000

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Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BT Australasia Pty Limited - New Zealand Branch*	New Zealand	-	0 000	100 000
BT Austria GmbH	Austria	€1 00 Ordinary shares	0 000	100 000
BT Azerbaijan Limited, Limited Liability Company	Azerbaijan	US\$10 00 Ordinary shares	0 000	100 000
BT Belgrade d o o	Serbia	US\$ Ordinary shares	0 000	100 000
BT BELRUS Foreign Limited Liability Company	Belarus	US\$1 00 Ordinary shares	0 000	100 000
BT Bilisim Hizmetleri A S	Turkey	TRL1,000,000 00 Ordinary shares	0 000	100 000
BT Brasil Serviços de Telecomunicações Ltda	Brazil	BRL0 01 Quotas shares	0 000	100 000
BT Broadband Luxembourg Sàrl	Luxembourg	€68 00 Ordinary	0 000	100 000
BT Bulgaria EOOD	Bulgaria	BGL100 00 Ordinary shares	0 000	100 000
BT Business Direct Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Cables Limited	United Kingdom	£1 00 Ordinary (Unpaid) shares	0 000	100 000
BT Cameroon Limited	Cameroon	XAF10,000 00 Ordinary shares	100 000	
BT Canada, Inc	Canada	CAD Common shares	0 000	100 000
BT Cape Verde	Cape Verde	CVE10,000 00 Ordinary shares	0 000	100 000
BT Centre Nominee 1 Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Centre Nominee 2 Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT China Limited	China	US\$ Registered Capital shares	0 000	100 000
BT China Limited- Shanghai Branch Office*	China	-	0 000	100 000
BT Colombia Limitada	Colombia	COP1,000 00 Quotas shares	0 000	100 000
BT Commerce L L C	United States	£1 00 Ordinary shares	0 000	100 000
BT Communications Bangladesh Limited	Bangladesh	BDT100 00 Ordinary shares	0 000	99 000
BT Communications do Brasil Limitada	Brazil	BRL1 00 Quotas shares	0 000	100 000
BT Communications Ireland Group Limited	Ireland	€0 0125 Ordinary shares	0 000	100 000
BT Communications Ireland Group Limited - UK Branch*	United Kingdom	-	0 000	100 000
BT Communications Ireland Holdings Limited	Ireland	€1 269738 Deferred shares	0 000	100 000
		€0 01269738 Ordinary shares	0 000	100 000
BT Communications Ireland Limited	Ireland	€1 25 Ordinary shares	0 000	100 000
BT Communications Kenya Limited	Kenya	KES20 00 Ordinary shares	0 000	99 800
BT Communications Lanka (Private) Limited	Sri Lanka	LKR10 00 Ordinary shares	0 000	100 000
BT Communications Management Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Communications Philippines Incorporated	Philippines	PHP100 00 Ordinary shares	0 000	99 994
BT Communications Sales LLC	United States	US\$1 00 ORDINARY shares	0 000	100 000
BT Communications Sales of Virginia LLC	United States	US\$1 00 NOTIONAL shares	0 000	100 000

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Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BT Communications Sales, LLC Puerto Rico branch*	Puerto Rico	-	0 000	100 000
BT Communications Services South Africa (Pty) Limited	South Africa	ZAR0 01 Ordinary shares	0 000	70 000
BT Conferencing Video Inc	United States	US\$1 00 Common Stock	0 000	100 000
BT Conferencing Video Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Conferencing, Inc	United States	US\$1 00 Common Stock shares	0 000	100 000
BT Conseil	France	€6 82 Ordinary shares	0 000	100 000
BT Consulting France B V	Netherlands	€46 00 Ordinary shares	0 000	100 000
BT Convergent Solutions Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Cornwall Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Cote D'Ivoire	Cote d'Ivoire	XOF10,000 00 Ordinary shares	0 000	100 000
BT de Panama, S R L	Panama	PAB500 00 Ordinary shares	0 000	100 000
BT Denmark ApS	Denmark	DKK0 25 Ordinary shares	0 000	100 000
BT Deutschland GmbH	Germany	€1 00 Ordinary shares	0 000	100 000
BT Directories Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Dominican Republic, S A	Dominican Republic	DOP100 00 Ordinary shares	0 000	100 000
BT Eighty-Eight Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Eighty-Four Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Eighty-Nine Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT El Salvador, Limitada de Capital Variable	El Salvador	US\$ Ordinary shares	0 000	100 000
BT Engage IT Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Enia Telecomunicazioni S P A	Italy	€100 00 Ordinary shares	0 000	87 989
BT e-Serv (India) Private Limited	India	INR10 00 Equity shares	0 000	100 000
BT ESPAÑA, Compañía de Servicios Globales de Telecomunicaciones, S A	Spain	ESP5,000 00 ORDINARY shares	0 000	100 000
BT European and International Services N V	Belgium	BEF1,000 00 Unclassified shares	0 000	100 000
BT European Investments Limited	United Kingdom	€1 00 Ordinary shares	100 000	
BT Facilities Services Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Federal Inc	United States	US\$0 01 Common stock shares	0 000	100 000
BT Fifty	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Fifty-One	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Fifty-Three Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Finance B V	Netherlands	€453 7802 Ordinary shares	0 000	100 000
BT Finance BV - UK Branch*	United Kingdom	-	0 000	100 000

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Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BT Fleet Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT for Telecommunications Egypt Limited [translation of the Arabic name]	Egypt	EGP100 00 Stakes shares	0 000	100 000
BT Forty-Nine	United Kingdom	£1,000 00 A-Preference shares	100 000	
		£1 00 ORDINARY shares	0 000	100 000
BT Forty-Six	United Kingdom	\$1 00 Ordinary	0 000	100 000
		£1 00 Sterling Ordinary	0 000	100 000
		£1 00 Restricted	0 000	100 000
BT France S A	France	€2 23 Ordinary shares	0 000	100 000
BT Fresca Limited	United Kingdom	£0 01 Ordinary shares	100 000	
BT Frontline Outsourcing Sdn Bhd	Malaysia	RM1 00 Ordinary shares	0 000	100 000
BT Gabon Limited*	Gabon	-	0 000	100 000
BT Gambia Limited	Gambia	GMD500 00 Ordinary shares	0 000	100 000
BT Garnick plc	United Kingdom	€1 00 Ordinary shares	0 000	100 000
BT Georgia Limited LLC	Georgia	GEL Ordinary shares	0 000	100 000
BT Ghana Limited	Ghana	GHS Ordinary shares	0 000	100 000
BT Global (Venezuela) S A	Venezuela, Bolivarian Republic of	VEB1,000 00 Ordinary shares	0 000	100 000
BT Global Ceska republika s r o	Czech Republic	CSK1 00 Ordinary shares	0 000	100 000
BT Global Communications (Ireland) Limited	Ireland	€1 269738 Ordinary shares	0 000	100 000
		€1 00 Zero Percent Irredeemable Preference shares	100 000	
BT Global Communications (Mauritius) Limited	Mauritius	Rs1 00 Ordinary (no authorised share capital as such) shares	0 000	100 000
		USD1,626,732 00 Ordinary shares	0 000	100 000
BT Global Communications do Brasil Limitada	Brazil	£1 00 QUOTA shares	0 000	100 000
BT Global Communications India Private Limited	India	INR5 00 Ordinary shares	0 000	100 000
BT Global Costa Rica SRL	Costa Rica	CRC100,000 00 Ordinary shares	0 000	100 000
BT Global Japan Corporation	Japan	JPY50,000 00 ORDINARY shares	0 000	100 000
BT Global Networking A Limited	Cayman Islands	£1 00 Ordinary shares	0 000	100 000
BT Global Networking A Limited - UK Branch*	United Kingdom	-	0 000	100 000
BT Global Networking B Limited	Cayman Islands	£1 00 Ordinary shares	0 000	100 000
BT Global Networking B Limited - UK Branch*	United Kingdom	-	0 000	100 000

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Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BT Global Networks Nederland B V Shanghai Representative Office*	China	-	0 000	100 000
BT Global Services (Dalian) Co Ltd	China	CNY Ordinary shares	0 000	100 000
BT Global Services (M) Sdn Bhd	Malaysia	RM1 00 Ordinary shares	0 000	100 000
BT Global Services Korea Limited	Korea, Republic of	KRW50,000 00 Common stock shares	0 000	100 000
BT Global Services Limited*	Italy	-	0 000	100 000
BT Global Services Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Global Services Limited Londra Sucursala Bucuresti*	Romania	-	0 000	100 000
BT Global Services Luxembourg SARL	Luxembourg	€100 00 Ordinary shares	100 000	
BT Global Services Solutions Sdn Bhd	Malaysia	RM1 00 Ordinary shares	0 000	100 000
BT Global Services Technologies Pte Ltd	Singapore	SGD0 05 Ordinary shares	0 000	100 000
BT Global Solutions Pte Ltd	Singapore	SGD1 00 Ordinary shares	0 000	100 000
BT Global Technology (M) Sdn Bhd	Malaysia	RM1 00 Ordinary shares	0 000	100 000
BT Globalne Telekomunikacijske Storitve, Obdelava Podatkov, Podatkovnih Baz, d o o	Slovenia	SIT2,100,000 00 Ordinary shares	0 000	100 000
BT Guatemala S A *	Guatemala	-	0 000	100 000
BT Holdings Limited	United Kingdom	£1 00 ORDINARY shares	100 000	
BT Hong Kong Limited	Hong Kong	HKD1 00 ORDINARY shares	0 000	100 000
		HKD1 00 REDEEMABLE PREFERENCE shares	0 000	100 000
BT Hong Kong Ltd - Macau Branch*	Macao	-	0 000	100 000
BT Investment Capital GP Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Investment Capital LP*	United Kingdom	-	82 800	17 200
BT Italia S p A	Italy	€1 00 Ordinary shares	11 032	98 622
BT Jamaica Limited	Jamaica	JMD1 00 Ordinary shares	0 000	100 000
BT Japan Corporation	Japan	JPY50,000 00 ORDINARY shares	0 000	100 000
BT Jersey Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
BT Kazakhstan LLP*	Kazakhstan	-	0 000	100 000
BT LatAm (BVI) Corporation	Virgin Islands, British	USD1 00 Common Stock shares	0 000	100 000
BT LatAm (Nevada) Corp	United States	US\$1 00 Common Stock shares	0 000	100 000
BT Latam Argentina S A	Argentina	ARS1 00 Common Stock shares	0 000	100 000
BT LatAm Brasil Ltda	Brazil	BRL1 00 Quotas shares	0 000	100 000

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Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BT LatAm Colombia S A	Colombia	COP1,000 00 Common Stock shares	0 000	100 000
BT LatAm Costa Rica, S A	Costa Rica	CRC1 00 Common Stock shares	0 000	100 000
BT LatAm Dominicana, S A	Dominican Republic	DOP1 00 Common Stock shares	0 000	99 929
BT LatAm El Salvador, S A de CV	El Salvador	US\$11 42857 Common Stock shares	0 000	100 000
BT LatAm Guatemala, S A	Guatemala	GTQ1,000 00 Common Stock shares	0 000	99 522
BT LatAm Holdings (Colombia) S A	Colombia	COP1 00 Common Stock shares	0 000	100 000
BT LatAm Holdings Brasil Ltda	Brazil	BRL1 00 Common Stock shares	0 000	100 000
BT LatAm Holdings One, Inc	United States	US\$1 00 Common Stock shares	0 000	100 000
BT LatAm Holdings Three, Inc	United States	US\$1 00 Common Stock shares	0 000	100 000
BT LatAm Holdings Two, Inc	United States	US\$1 00 Common Stock shares	0 000	100 000
BT LatAm Honduras, S A	Honduras	HNL10 00 Common Stock shares	0 000	100 000
BT LatAm México, S A de C V	Mexico	MXN1 00 Common Stock Series A shares	0 000	100 000
		MXN1 00 Common Stock Series B Class I shares	0 000	100 000
		MXN1 00 Common Stock Series B Class II shares	0 000	100 000
		MXN1 00 Common Stock Series N shares	0 000	100 000
BT LatAm Nicaragua, S A	Nicaragua	NIO120 00 Common Stock shares	0 000	99 978
BT LatAm Panama, Inc	Panama	PAB1 00 Common Stock shares	0 000	100 000
BT LatAm Peru S A C	Peru	PEN1 00 Common Stock shares	0 000	100 000
BT LatAm Services, Inc	United States	US\$0 01 Common shares	0 000	100 000
BT LatAm Venezuela, S A	Venezuela, Bolivarian Republic of	VEB1 00 Common shares	0 000	100 000
BT LatAm, Inc	United States	US\$0 01 Common shares	0 000	100 000
BT Latvia Limited, Sabiedriba ar ierobezotu atbildibu	Latvia	LVL1 00 Ordinary shares	0 000	100 000
BT Law Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Lease Holdings Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Leasing Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Lebanon S A L	Lebanon	LBP10,000 00 Ordinary shares	0 000	100 000
BT LGS Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Limited*	Belgium	-	0 000	100 000

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BT Limited*	Italy	-	0 000	100 000
BT Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
		£1 00 Ordinary (£0 22p paid on 20/01/1997) shares	0 000	100 000
BT Limited*	South Africa	-	0 000	100 000
BT Limited Hungarian Branch Office*	Hungary	-	0 000	100 000
BT Limited Taiwan Branch*	Taiwan	-	0 000	100 000
BT Limited, Beijing Office*	China	-	0 000	100 000
BT Limited, organizacni slozka*	Czech Republic	-	0 000	100 000
BT Luxembourg Investment Holdings Inc *	United States	-	0 000	100 000
BT Luxembourg Investment Holdings Sarl	Luxembourg	€2 30 Class A Ordinary	0 000	100 000
BT Malawi Limited	Malawi	MWK1 00 Ordinary shares	0 000	100 000
BT Managed Services (No 2) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Managed Services Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Manx Investments Limited	Isle of Man	£1 00 ORDINARY shares	100 000	
BT MDV Limited	Moldova, Republic of	£222 02 Ordinary shares	0 000	100 000
BT MEA FZ-LLC	United Arab Emirates	AED1,000 00 Ordinary shares	0 000	100 000
BT Montenegro DOO*	Montenegro	-	0 000	100 000
BT Moorgate LLC*	United States	-	0 000	100 000
BT Moorgate One Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Moorgate Two Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Mozambique, Limitada	Mozambique	MZM No shares, just 2 'quotas' (99 and 1 refer to % ownership)	0 000	100 000
BT Multimedia (Malaysia) Sdn Bhd	Malaysia	RM1 00 ORDINARY shares	0 000	100 000
BT Nederland N V	Netherlands	NLG1,000 00 ORDINARY shares	100 000	
BT Nederland N V *	Italy	-	0 000	100 000
BT Net Ireland Limited	Ireland	€1 00 Irredeemable Preference shares	100 000	
		€1 25 Ordinary shares	0 000	100 000
BT Netherlands Investments B V	Netherlands	€100 00 Ordinary shares	0 000	100 000
BT Newgate Investments Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Newgate LLC	United States	£100 00 Common shares	0 000	100 000
BT Newgate LLC*	United Kingdom	-	0 000	100 000

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Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BT Nicaragua S A	Nicaragua	NIC500 00 Social Capital shares	0 000	100 000
BT Niger	Niger	XOF10,000 00 Ordinary shares	0 000	100 000
BT Nominees Limited	United Kingdom	£1 00 ORDINARY shares	100 000	
BT Nordics Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Nordics Limited UK filial*	Sweden	-	0 000	100 000
BT Nordics Limited, branch in Finland*	Finland	-	0 000	100 000
BT OnePhone Limited	United Kingdom	£10 00 B Ordinary shares	100 000	
BT Pakistan (Private) Limited	Pakistan	PKR10 00 Ordinary shares	0 000	100 000
BT Paraguay S R L	Paraguay	PYG5,000,000 00 Quotas shares	0 000	100 000
BT Payment Services Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BT Peru S R L	Peru	PEI1 00 Ordinary shares	0 000	100 000
BT Poland sp z o o	Poland	PLZ50 00 Ordinary shares	0 000	100 000
BT Portugal - Telecomunicacoes, Unipessoal, Lda	Portugal	€1 00 ORDINARY shares	0 000	100 000
BT Professional Services (Belgium) N V	Belgium	€1 00 Ordinary shares	0 000	100 000
BT Professional Services (Germany) GmbH*	Germany	-	0 000	100 000
BT Professional Services (Holdings) N V	Belgium	€ Class A shares	0 000	100 000
		€ Class B shares	0 000	100 000
		€ Class C shares	0 000	100 000
		€ Class D shares	0 000	100 000
BT Professional Services (India) Private Limited	India	INR10 00 Ordinary shares	0 000	100 000
BT Professional Services (Luxembourg) S A	Luxembourg	€24 79 Ordinary shares	0 000	100 000
BT Professional Services Nederland B V	Netherlands	€4 53780216 Ordinary shares	0 000	100 000
BT Property Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Risk Management Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT ROC Kft*	Hungary	-	0 000	100 000
BT Services S A	France	€0 12 Ordinary shares	0 000	100 000
BT Seventy-Four Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Seventy-Three	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Shank No 2 Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
BT Shank No 2 Limited - UK Branch*	United Kingdom	-	0 000	100 000
BT Siam Communications Co Ltd	Thailand	THB25 00 Class B shares	0 000	100 000
BT Siam Limited	Thailand	THB100 00 ORDINARY shares	0 000	100 000
		THB100 00 PREFERENCE shares	0 000	100 000

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Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
BT Singapore Pte Ltd	Singapore	SGD Ordinary shares	0 000	100 000
BT Sixty-Eight Limited	United Kingdom	£0 01 Ordinary shares	100 000	
BT Sixty-Four Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Sle Euro Limited	United Kingdom	€1 00 Ordinary shares	100 000	
BT Sle USD Limited	United Kingdom	US\$1 00 Ordinary shares	100 000	
BT Slovakia s r o	Slovakia	SKK1 00 Ordinary shares	0 000	100 000
BT Sociedad De Responsabilidad Limitada	Honduras	HNL1 00 Share capital (no shares as such)	0 000	100 000
BT Solutions Limited*	Cyprus	-	0 000	100 000
BT Solutions Limited*	Ecuador	-	0 000	100 000
BT Solutions Limited*	Malta	-	0 000	100 000
BT Solutions Limited*	Uganda	-	0 000	100 000
BT Solutions Limited*	Trinidad and Tobago	-	0 000	100 000
BT Solutions Limited*	Namibia	-	0 000	100 000
BT Solutions Limited*	Zambia	-	0 000	100 000
BT Solutions Limited	United Kingdom	€1 00 Ordinary shares	100 000	
		£1 00 Ordinary shares	100 000	
BT Solutions Limited - Kuwait Branch*	Kuwait	-	0 000	100 000
BT Solutions Limited - Morocco Branch*	Morocco	-	0 000	100 000
BT Solutions Limited - Seychelles Branch*	Seychelles	-	0 000	100 000
BT Solutions Limited - Tanzania Branch*	Tanzania, United Republic of	-	0 000	100 000
BT Solutions Limited (Bahrain Branch)*	Bahrain	-	0 000	100 000
BT Solutions Limited Branch Office in Skopje*	Macedonia, the former Yugoslav Republic of	-	0 000	100 000
BT Solutions Limited Eesti Filiaal*	Estonia	-	0 000	100 000
BT Solutions Limited Liability Company	Russian Federation	SUR100 00 Statutory capital shares	0 000	100 000
BT Solutions Limited Podružnica Hrvatska*	Croatia	-	0 000	100 000
BT Solutions Limited Sucursal Bolivia*	Bolivia	-	0 000	100 000
BT Solutions Limited Sucursal Uruguay*	Uruguay	-	0 000	100 000
BT Solutions Limited Utibu a Íslandi*	Iceland	-	0 000	100 000
BT Solutions Limited-Greek Branch*	Greece	-	0 000	100 000
BT Solutions Norway AS	Norway	NOK10 00 Ordinary shares	0 000	100 000

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BT South Tyneside Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Switzerland AG	Switzerland	CHF1,000 00 Ordinary shares	0 000	100 000
BT Switzerland Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
BT Systems (Malaysia) Sdn Bhd	Malaysia	RM1 00 ORDINARY shares	0 000	100 000
BT Technology (Dalian) Company Limited	China	US\$ Registered Capital shares	100 000	100 000
BT Telconsult Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
BT Telconsult Limited - Botswana Branch*	Botswana	-	0 000	100 000
BT Telconsult Limited (Malaysia)*	Malaysia	-	0 000	100 000
BT Telecom India Private Limited	India	INR10 00 Non-Cumulative Compulsorily Convertible Preference Share A shares	0 000	100 000
BT Telecommunications Kenya Limited	Kenya	INR10 00 Ordinary shares	0 000	74 000
BT Telekom Hizmetleri A S	Turkey	KES20 00 Ordinary shares	0 000	100 000
BT Tunisia S A R L	Tunisia	TRL0 01 Common Stock shares	0 000	100 000
BT UAE Limited	United Kingdom	TND100 00 Ordinary shares	0 000	100 000
BT UAE Limited - Abu Dhabi Branch*	United Arab Emirates	£1 00 Ordinary shares	0 000	100 000
BT UAE Limited - Dubai Branch (1)*	United Arab Emirates	-	0 000	100 000
BT UAE Limited - Dubai Branch (2)*	United Arab Emirates	-	0 000	100 000
BT Ukraine Limited Liability Company	Ukraine	US\$1 00 Stakes - not shares as such	0 000	100 000
BT United States L L C	United States	US\$1 00 COMMON shares	0 000	100 000
BT US Investments Limited	Jersey	£0 51 Ordinary	0 99	100 000
BTextact Technologies Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BTextact Technologies Ventures US L P*	United States	-	0 000	100 000
BTextact Venturing Limited	United Kingdom	£1 00 Ordinary shares	100 000	
BTGS Mexico S A de C V	Mexico	MXN50,000 00 Fixed Capital shares	0 000	60 000
		MXN50,000 00 Variable Capital shares	0 000	100 000
BTGS USVI Limited	Virgin Islands, U S	USD Ordinary shares	0 000	100 000
BTIH Teleconsult Društvo sa organiceom odgovornoscju za posredovanje i zastupanje d o o Sarajevo*	Bosnia and Herzegovina	-	0 000	100 000
Cara Data Processing Limited	Ireland	€1 25 Ordinary shares	0 000	100 000
		€1 25 Ordinary-A shares	0 000	100 000

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Cara Group Limited	Ireland	€1 00 Ordinary shares	0 000	100 000
Cara Technology Holdings Limited	Ireland	€1 25 Ordinary shares	0 000	100 000
		€1 25 Preference shares	0 000	100 000
Cegetel Holdings I B V *	Luxembourg	-	0 000	100 000
Cegetel Holdings I B V	Netherlands	€4 50 Ordinary shares	38 942	100 000
Cegetel Holdings II B V *	Luxembourg	-	0 000	100 000
Cegetel Holdings II B V	Netherlands	€450 00 Ordinary shares	0 000	100 000
Chattison (No 2) Limited	Jersey	£1 00 Unclassified shares	0 000	100 000
Chattison Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
Collingwood Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
Communications Global Network Services Limited	Bermuda	US\$1 00 Class A Ordinary shares	30 000	100 000
		US\$300 00 Class B Ordinary shares	0 000	100 000
		US\$0 01 Class C Ordinary shares	100 000	
Communications Global Network Services Limited - UK Branch*	United Kingdom	-	0 000	100 000
Communications Networking Services (UK)	United Kingdom	£0 10 'A' Ordinary shares	0 000	100 000
		£0 10 'B' Ordinary shares	0 000	100 000
		£1 00 'C' Ordinary shares	0 000	100 000
Communicator Insurance Company Limited	Isle of Man	£1 00 Ordinary shares	0 000	100 000
		£1 00 Redeemable Preference shares	0 000	100 000
Communicator Insurance Limited Partnership *	Isle of Man	-	0 000	100 000
Communicator Limited	Isle of Man	£1 00 ORDINARY shares	0 000	100 000
Comsat de Guatemala S A	Guatemala	GTQ100 00 Common Stock shares	0 000	99 980
Customer Service Direct Limited	United Kingdom	£1 00 Ordinary-B shares	0 000	100 000
dabs com plc	United Kingdom	£1 00 Ordinary shares	100 000	
Deleteway Limited	United Kingdom	£1 00 Ordinary shares	100 000	
		£1 00 Ordinary (Nil paid) shares	100 000	
Dublin London Network Limited	Ireland	IEP1 00 Ordinary shares	0 000	55 000
Ecquaria Limited*	Virgin Islands, British	-	0 000	50 000
ePLDTSunphilcox JV, Inc	Philippines	PHP1 00 Ordinary shares	0 000	40 000
ERPTech S p A	Italy	€1 00 Ordinary shares	0 000	100 000
ESAT Telecommunications (UK) Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000

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Eurescom GmbH*	Germany	-	0 000	14 893
Extraclick Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
		£1 00 Ordinary shares	0 000	100 000
Frontline Outsourcing (Asia) Pte Ltd	Singapore	SGD0 05 Ordinary shares	0 000	100 000
Frontline Solutions Pte Ltd	Singapore	SGD1 00 Ordinary shares	0 000	100 000
fSONA Communications Corporation*	Canada	US\$1 00 Common	3 602	100 000
Granite & Comfrey Limited	United Kingdom	£0 10 Ordinary shares	0 000	100 000
Green House Design & Communications Pte Ltd	Singapore	SGD1 00 Ordinary	0 000	19 000
Green House Group Pte Ltd	Singapore	SGD Ordinary shares	0 000	100 000
Green House Solution Sdn Bhd	Malaysia	RM1 00 Ordinary shares	0 000	100 000
groupBT Limited	United Kingdom	£1 00 Ordinary shares	100 000	
Holland House (Northern) Limited	United Kingdom	£1 00 Ordinary shares	100 000	
I N S Services N V	Belgium	€1 00 Ordinary shares	0 000	100 000
I2 S r l	Italy	€0 52 Ordinary shares	0 000	30 000
I3 IT Limited	United Kingdom	£0 01 Ordinary-A shares	100 000	
		£0 01 Ordinary-B shares	100 000	
iASpire Net Pte Ltd	Singapore	SGD1 00 Ordinary shares	0 000	95 000
iGine Pte Ltd	Singapore	SGD Ordinary	0 000	11 000
IINS, Inc	United States	US\$0 01 Ordinary shares	0 000	100 000
Ilford Trustees (Jersey) Limited	Jersey	£1 00 ORDINARY shares	100 000	
Infocom Telecom LLC*	Russian Federation	-	0 000	100 000
Infonet (Thailand) Limited	Thailand	THB10 00 Ordinary shares	0 000	25 000
Infonet Belgium S A	Belgium	€112 00 Ordinary shares	0 000	100 000
Infonet Broadband Services Corporation	United States	US\$0 01 Ordinary shares	0 000	100 000
Infonet China Limited	Hong Kong	HKD1 00 Ordinary shares	0 000	100 000
		HKD1 00 Redeemable Ordinary shares	0 000	100 000
Infonet China Limited Beijing Representative Office*	China	-	0 000	100 000
Infonet China Limited Shanghai Representative Office*	China	-	0 000	100 000
Infonet Italia S p A	Italy	€5 16 Ordinary shares	0 000	100 000
Infonet Portugal, Servicios de Valor Acrescentado, Lda *	Portugal	-	0 000	10 000
Infonet Primalliance Beijing Co Ltd	China	CNY1 00 Ordinary shares	0 000	80 000
Infonet Primalliance Co , Limited	Hong Kong	HKD HKD Ordinary shares	0 000	100 000

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Infonet Primalliance Holding Co Ltd	China	CNY1 00 Ordinary shares	0 000	100 000
Infonet Primalliance Shanghai Co Ltd	China	CNY1 00 Ordinary shares	0 000	90 000
Infonet Primalliance Shenzhen Co Ltd	China	CNY1 00 Ordinary shares	0 000	100 000
Infonet Services (Hong Kong) Limited	Hong Kong	HKD Ordinary shares	0 000	100 000
Infonet Services Corporation	United States	US\$0 01 Common Stock shares	0 000	100 000
Infonet USA Corporation	United States	US\$ Ordinary shares	0 000	1 000
Integrated Accommodation Services plc	United Kingdom	£1 00 Ordinary	0 000	20 000
International Cable Protection Committee Limited*	United Kingdom	-	33 333	
International Network Services GmbH	Switzerland	CHF1 00 Quota shares	0 000	100 000
International Network Services Srl	Italy	€1 00 Quota shares	0 000	100 000
Internet Services Ireland Limited	Ireland	€1 269738 Ordinary-A shares	0 000	100 000
		€1 269738 Ordinary-B shares	0 000	100 000
		€1 269738 Ordinary-C shares	0 000	100 000
		€1 269738 Ordinary-D shares	0 000	100 000
Intralink Concept Sdn Bhd	Malaysia	RM1 00 Ordinary shares	0 000	100 000
Ipanema Technologies	France	Class 6 shares	0 000	6 330
IT Holdings, Inc	Philippines	PHP100 00 Ordinary shares	0 000	100 000
K-Network International Inc	Japan	JPY Ordinary	5 000	
KDDI & BT Global Solutions Corporation	Japan	JPY150,000 00 Ordinary shares	0 000	50 000
Kurlon Limited*	India	-	0 000	0 900
Liverpool Direct Limited	United Kingdom	£1 00 B Ordinary shares	100 000	
Mahindra - BT Investment Company (Mauritius) Limited	Mauritius	US\$1 00 Ordinary shares	0 000	43 000
Manchester Communication Academy*	United Kingdom	-	33 333	
Mondial House Nominee 1 Limited	United Kingdom	£1 00 Ordinary shares	100 000	
Moorthouse Consulting Limited	United Kingdom	£0 01 Ordinary shares	100 000	
Net2S GmbH	Switzerland	CHF1 00 Ordinary shares	0 000	100 000
Net2s Limited	United Kingdom	£1 00 Ordinary shares	100 000	
New Cellular Holdings Limited	United Kingdom	£0 05 'B' ORDINARY shares	100 000	
New Global Telecom Inc	United States	US\$0 01 Series 'A' Convertible Preferred	0 000	14 881
New ICO Global Communications (Holdings) Limited	United States	US\$0 01 Class A Common Stock	0 008	
Newgate (NZ) Holdings Limited	New Zealand	NZD1 00 ORDINARY shares	0 000	100 000
Newgate Communication (Sudan) Co Ltd	Sudan	£1 00 Ordinary shares	0 000	99 997

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Newgate Leasing Limited	United Kingdom	£1 00 ORDINARY shares	100 000	
Newgate Street Secretaries Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
NICC Standards Limited*	United Kingdom	-	33 000	
Niche Spectrum Ventures Limited	United Kingdom	£1 00 Ordinary shares	100 000	
NJUG Limited	United Kingdom	-	12 500	
Numberrapid Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Numberrapid Limited*	Zimbabwe	-	0 000	100 000
Nuova Società di Telecomunicazioni SpA	Italy	€5 16 Ordinary shares	0 000	100 000
One Connect Limited	United Kingdom	£0 01 Ordinary-B shares	0 000	100 000
Opimus S A de C V	Mexico	MXN1 00 Common Stock Series B shares	100 000	100 000
Phibeta Business Systems Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Phibeta Software Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Plusnet plc	United Kingdom	£0 002 Ordinary shares	100 000	
Postgate Holding Company	United Kingdom	£1 00 Ordinary	0 000	100 000
		£1 00 Deferred Ordinary	0 000	100 000
		£1 00 Double Deferred (£0 99 repaid on 30/03/1999)	0 000	100 000
Priestgate Limited	Isle of Man	FRF10 00 ORDINARY FFR shares	0 000	100 000
		£1 00 ORDINARY shares	0 000	100 000
PSNGB Limited	United Kingdom	-	4 500	
PSPI-Subic, Inc	Philippines	PHP1 00 Ordinary shares	0 000	99 998
PT BT Communications Indonesia	Indonesia	US\$1 00 Ordinary shares	0 000	100 000
PT BT Indonesia	Indonesia	IDR1,000,000 00 Ordinary shares	0 000	100 000
PT Sun Microsystems Indonesia	Indonesia	US\$1 00 Ordinary shares	0 000	60 000
QXN S c p A	Italy	€1 00 Ordinary shares	0 000	25 000
Radianz Americas Inc	United States	US\$ 6 5% Cumulative Preferred Stock shares	0 000	100 000
		US\$0 01 Common shares	0 000	100 000
Radianz Belgium BVBA	Belgium	€25 00 Ordinary shares	0 000	100 000
Radianz Germany GmbH	Germany	€25,000 00 Ordinary shares	0 000	100 000
Radianz Hong Kong Limited	Hong Kong	HKD1 00 Ordinary shares	50 000	100 000
Radianz Italia S r l	Italy	€1 00 Ordinary shares	50 000	100 000

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Radianz Limited	United Kingdom	£1 00 "A" Ordinary shares	100 000	
Radianz Luxembourg S a r l		£0 000005 "C" Ordinary shares	100 000	
Radianz Spain S L	Luxembourg	€25 00 Ordinary shares	0 000	100 000
Radianz Switzerland SA	Spain	€1 00 Ordinary shares	0 000	100 000
Ravensfield Limited	Switzerland	CHF1,000 00 Ordinary shares	0 000	100 000
RBT (Connect) Limited	Jersey	£1 00 Ordinary shares	0 000	100 000
RDZ Netherlands BV	United Kingdom	£1 00 Ordinary-B shares	0 000	100 000
RDZ Sweden AB	Netherlands	€100 00 Ordinary shares	0 000	100 000
RDZ Sweden AB Filial i Finland*	Sweden	SEK100 00 Ordinary shares	0 000	100 000
Real Time Content, Inc	Finland	-	0 000	100 000
Rental Maintenance Limited	United States	-	18 000	
Rugby Radio Station (General Partner) Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Rugby Radio Station (Nominee) Limited	United Kingdom	£1 00 Ordinary-A shares	0 000	100 000
Rugby Radio Station LP*	United Kingdom	£1 00 Ordinary shares	0 000	100 000
Sama Empreendimentos e Participações Limitada	United Kingdom	-	0 000	50 000
Servicios de Telecomunicaciones BT Global Networks Chile Limitada	Brazil	BRL1 00 Common Stock shares	0 000	100 000
Shamrock Marketing Limited	Chile	CLP Ordinary shares	0 000	100 000
	United Kingdom	£1 00 Ordinary-A shares	0 000	100 000
		£1 00 Ordinary-B shares	0 000	100 000
		£1 00 Ordinary-C shares	0 000	100 000
Siam Telecom Access Co Ltd	Thailand	THB10 00 Ordinary shares	0 000	25 000
Southgate Developments Limited	United Kingdom	£1 00 ORDINARY shares	100 000	
Stemmer GmbH*	Germany	-	0 000	100 000
Subsea Cables UK	United Kingdom	-	2 270	
SunPhilcox JV, Inc	Philippines	PHP1 00 Ordinary shares	0 000	39 998
Sun Microsystems Philippines, Inc	Philippines	PHP1 00 Common shares	0 000	50 900
Sun Vietnam Co., Ltd	Vietnam	VND1 00 Ordinary shares	0 000	100 000
Sun Vietnam Pte Ltd	Singapore	US\$1 00 Ordinary shares	0 000	60 000
Syntegra (Hong Kong) Limited	Hong Kong	HKD1 00 Ordinary shares	0 000	100 000
Syntegra com Limited	United Kingdom	£1 00 ORDINARY shares	0 000	100 000
Syntone S A R L	Morocco	MAD100 00 ordinary shares	0 000	100 000
T F B Holdings Limited	United Kingdom	£1 00 Ordinary shares	0 000	100 000

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Name of Undertaking	Country of Incorporation	Share class	% held by Parent Company of the Group	% held by Group companies, if different
		£0.50 Ordinary-A shares	0 000	100 000
		£1.00 Ordinary-B shares	0 000	100 000
		£0.01 Ordinary-C shares	0 000	100 000
Tech Mahindra (Americas), Inc	United States	US\$1.00 COMMON	0 000	0 021
Tech Mahindra Limited	India	INR10.00 Equity	0 000	0 021
Technology For Business Plc	United Kingdom	£1.00 Ordinary shares	0 000	100 000
Telehouse International Corporation of Europe Limited	United Kingdom	£1.00 Ordinary shares	0 000	3 816
Tikit Group Limited	United Kingdom	£0.10 Ordinary shares	100 000	
Tikit Limited	United Kingdom	£0.001 Ordinary shares	0 000	100 000
Tikit Nis Limited	United Kingdom	£1.00 Ordinary shares	0 000	100 000
Tikit SAS	France	€10.00 Ordinary shares	0 000	100 000
Tikit Solutions S L	Spain	€1.00 Ordinary shares	0 000	100 000
Tikit TFB Limited	United Kingdom	£0.10 Ordinary shares	0 000	100 000
Tikit, Inc	Canada	CAD1.00 Ordinary shares	0 000	100 000
Tikit, Inc	United States	US\$1.00 Ordinary shares	0 000	100 000
Transcomm UK Limited	United Kingdom	£1.00 Ordinary shares	100 000	
Tudor Minstrel	United Kingdom	€1.00 C Ordinary shares	0 000	100 000
		£0.01 Ordinary-A shares	100 000	
		US\$1.00 B Ordinary shares	0 000	100 000
		LTL1.00 Ordinary shares	0 000	100 000
UAB BTH Vilnius	Lithuania	-	0 000	17 400
Virtual Galleries Inc	United States	US\$0.01 Common Stock	0 000	5 000
Virtusa Corporation	United States	FRF10,000.00 ORDINARY 'A'	0 000	2 351
Viventures Fund FCPR	France	FRF1.00 ORDINARY 'B'	0 000	2 351
Viventures Partners SADCS	France	-	0 000	2 351
Whitestream Industries Limited	Ireland	€1.269738 Ordinary shares	0 000	100 000
YouView TV	United Kingdom	-	14 286	

* No share class information available