

CELLTECH GROUP PLC  
Form 6-K  
May 21, 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 **May, 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

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

Enclosure: Rule 2.10 Announcement

Celltech Group PLC ("Celltech")

21 May 2004

Rule 2.10 Announcement - Relevant Securities in Issue (Update)

In accordance with Rule 2.10 of the City Code on Takeovers and Mergers, Celltech confirms that, following the exercise of a number of share options, its current issued share capital (including those represented by Celltech ADSs) now comprises 278,246,318 ordinary shares of 50p each.

The International Securities Identification Number for Celltech ordinary shares is GB0001822765. There are 2,919,209 Celltech ADSs in issue, each Celltech ADS representing two Celltech ordinary shares. The International Securities Identification Number for Celltech ADSs is US1511581027.

Enquiries:

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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: 21 May, 2004