



14 September 2006

Securities and Exchange Commission  
Division of Corporation Finance  
Office of International Corporate Finance  
450 Fifth Street, N.W.  
Washington, D.C. 20549

RECEIVED

2006 SEP 19 P 12:30

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

MyTravel Group plc  
Holiday House  
Sandbrook Park  
Sandbrook Way  
Rochdale,  
Lancashire OL11 1SA

t +44 (0) 1706 742000  
www.mytravelgroup.com



06016968

SUPL

Dear Sirs

**MYTRAVEL GROUP plc ("the Company")**  
**FILE NUMBER: 82-5049**

Reference is made to the Company's exemption from the Securities Exchange Act of 1934, as amended, afforded by rule 12g3-2(b) thereunder.

In order to continue to claim this exemption, the Company agreed to provide to the Securities and Exchange Commission on an ongoing basis all information that the Company:-

1. makes or is required to make public pursuant to the laws of England and Wales;
2. distributes or is required to distribute to the holders of its securities; and
3. files or is required to file with the London Stock Exchange Limited and which is made public by the London Stock Exchange Limited.

On the 14<sup>th</sup> of September 006, the Company filed with the London Stock Exchange an announcement regarding a Notification of Major Interests in Shares.

Very truly yours,

**Karen Houlihan-Lane**  
**Company Secretarial Assistant**  
**MyTravel Group plc**

Enclosures

PROCESSED

SEP 25 2006

THOMSON  
FINANCIAL

part of group

MyTravel Group plc.  
Registered Office  
Holiday House, Sandbrook Park, Sandbrook Way,  
Rochdale, Lancashire OL11 1SA

Registered in England.  
Company Registration No. 742748

J:Grpsec-15-07-0801-001-SEC-3-060906

**Pardus Capital Management L.P.**  
1001 Avenue of the Americas  
Suite 1100  
New York, NY 10018

September 13, 2006

By facsimile +44 (0) 170 674 2117

MyTravel Group Plc  
Holiday House  
Sandbrook Park  
Sandbrook Way  
Rochdale  
Lancashire OL11 1SA  
Attention: Company Secretary

**Section 198 Notification of Material Interests in Shares**

Dear Sir:

This notice is given by Pardus Capital Management L.P. ("Pardus Capital") on behalf of its affiliate, Pardus European Special Opportunities Master Fund L.P. (the "Pardus Fund"), pursuant to Section 198 of the Companies Act 1985.

The interest in the relevant share capital of MyTravel Group plc (the "Company") indicated below arises by virtue of holdings attributed to the Pardus Fund as at September 13, 2006 (the date on which this notification obligation under Section 198 first arose). As we have previously disclosed to the Company, Pardus Capital serves as the investment manager of the Pardus Fund.

Share capital to which this relates:

461,067,136 ordinary shares of 30p each outstanding (as per correspondence from the Company dated August 3, 2006)

Number of shares in which the Pardus Fund has an interest:

32,965,000

Percentage interest of MyTravel Group plc:

7.15%

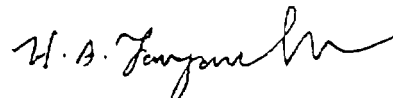
✓

Name of registered holder:

Pardus European Special Opportunities Master Fund L.P.  
P.O. Box 908GT  
Mary Street  
George Town, Grand Cayman  
Cayman Islands

If you have any questions or need further information, please do not hesitate to contact me at +1 212 719 7568. Please note that any correspondence regarding the Pardus Fund should also be sent to c/o Pardus Capital Management L.P. at 1001 Avenue of the Americas, Suite 1100, New York, NY 10018.

Sincerely,

A handwritten signature in black ink, appearing to read "H. A. Zanganeh", with a stylized flourish at the end.

Mr Hamid Zanganeh

Enclosure

1001 Avenue of the Americas  
Suite 1100  
New York, NY 10018  
Tel: (212) 719-7550

**PARDUS CAPITAL PARTNERS LP**

Fax

<b>To:</b>	MyTravel Group Plc	<b>From:</b>	Hamid Zanganeh
<b>Fax:</b>	44 170 674 2117	<b>Pages:</b>	2 + cover sheet
<b>Phone:</b>		<b>Date:</b>	13-Sep-2006
<b>Re:</b>	MyTravel Group Plc	<b>CC:</b>	

**Urgent**     **For Review**     **Please Comment**     **Please Reply**     **Please Recycle**

Hamid Zanganeh  
Chief Operating Officer  
Pardus Capital Management L.P.  
1001 Avenue of the Americas  
Suite 1100  
New York, NY 10018  
(212) 719-7568 (D)  
(917) 362-4044 (C)

This message (including attachments, if any) contains confidential information, intended only for the person(s) named above, and may also be privileged, contain work product or otherwise be protected. If you are not the intended recipient you are notified that you have received this message in error and that disclosing, copying, distributing, or taking any action in reliance on, the contents of this message is strictly prohibited. In such case, you should delete this message and kindly notify the sender via reply e-mail. If this message contains marketing material, please note that past performance and case studies are not indicative of future results. Investment results will fluctuate. Any reproduction or distribution of this material, in whole or in part, or the disclosure of the contents hereof or thereof, without the prior written consent of Pardus, is prohibited. This material has been prepared solely for the purpose of determining a level of interest in Pardus European Special Opportunities Fund ("Pardus") and to provide general background information on Pardus. It is not an offer to sell (or solicitation of an offer to buy) an interest in Pardus. Any such offer or solicitation will be made only by means of a final Confidential Private Placement Memorandum ("PPM"). This material and the PPM contain certain "forward-looking statements," which may be identified by the use of such words as "believe," "expect," "anticipate," "should," "planned," "estimated," "potential" and other similar terms. Examples of forward-looking statements include, but are not limited to, estimates with respect to financial condition, results of operations, and success or lack of success of Pardus's investment strategy. All are subject to various factors, including, but not limited to, general and local economic conditions, changing levels of competition within certain industries and markets, changes in interest rates, changes in legislation or regulation, and other economic, competitive, governmental, regulatory and technological factors affecting Pardus's operations that could cause actual results to differ materially from expected results.

This message (including attachments, if any) contains confidential information, intended only for the person(s) named above, and may also be privileged, contain work product or otherwise be protected. If you are not the intended recipient you are notified that you have received this message in error and that disclosing, copying, distributing, or taking any action in reliance on, the contents of this message is strictly prohibited. In such case, you should delete this message and kindly notify the sender via reply e-mail.

## SCHEDULE 10

### NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company

MyTravel Group plc ✓

2. Name of shareholder having a major interest

Pardus European Special Opportunities Master Fund L.P. ✓

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

Not supplied ✓

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Pardus European Special Opportunities Master Fund L.P. ✓

5. Number of shares / amount of stock acquired

Not supplied ✓

6. Percentage of issued class

Not supplied ✓

7. Number of shares / amount of stock disposed

Not supplied ✓

8. Percentage of issued class

Not supplied ✓

9. Class of security

30p Ordinary Shares ✓

10. Date of transaction

Not supplied ✓

11. Date company informed

13 September 2006 ✓

12. Total holding following this notification

32,965,000 30p Ordinary Shares ✓

13. Total percentage holding of issued class following this notification

7.15% of the 30p ordinary shares ✓

14. Any additional information

The interest in the relevant share capital of the MyTravel Group plc indicated arises by virtue of holdings attributed to the Pardus Fund as at September 13, 2006 (the date on which the notification obligation under Section 198 first arose). Pardus Capital serves as the investment manager of the Pardus Fund. ✓

15. Name of contact and telephone number for queries

Mike Vaux – 01706 74 6142 ✓

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

Mike Vaux, Assistant Group Company Secretary ✓



Date of notification

14 September 2006 ✓

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.



12 September 2006

RECEIVED

2006 SEP 19 P 12:30

Securities and Exchange Commission  
Division of Corporation Finance  
Office of International Corporate Finance  
450 Fifth Street, N.W.  
Washington, D.C. 20549

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

**MyTravel Group plc**

Holiday House  
Sandbrook Park  
Sandbrook Way  
Rochdale,  
Lancashire OL11 1SA

t +44 (0) 1706 742000  
www.mytravelgroup.com

Dear Sirs

**MYTRAVEL GROUP plc ("the Company")**  
**FILE NUMBER: 82-5049**

Reference is made to the Company's exemption from the Securities Exchange Act of 1934, as amended, afforded by rule 12g3-2(b) thereunder.

In order to continue to claim this exemption, the Company agreed to provide to the Securities and Exchange Commission on an ongoing basis all information that the Company:-

1. makes or is required to make public pursuant to the laws of England and Wales;
2. distributes or is required to distribute to the holders of its securities; and
3. files or is required to file with the London Stock Exchange Limited and which is made public by the London Stock Exchange Limited.

On the 12<sup>th</sup> of September 2006, the Company filed with the London Stock Exchange an announcement regarding a Notification of Major Interests in Shares.

Very truly yours,

**Karen Houlihan-Lane**  
**Company Secretarial Assistant**  
**MyTravel Group plc**

Enclosures

part of group

MyTravel Group plc.  
Registered Office  
Holiday House, Sandbrook Park, Sandbrook Way,  
Rochdale, Lancashire OL11 1SA

Registered in England.  
Company Registration No. 742748

J:Gpsec-15-07-0801-001-SEC-3-060906

Transaction Control  
1 Calton Square  
2<sup>nd</sup> Floor, Greenside  
Edinburgh  
EH1 3AJ

Company Secretary  
My Travel Group PLC  
Fax: 01706 742 650

Fax: 0131 524 2920  
Tel: 0131 524 2826  
E-mail: transaction.control@citigroup.com

11 September, 2006

Dear Sir / Madam

My Travel Group PLC Ord GBP0.3 shares

In terms of Part VI of the Companies Act 1985 (as amended), I have to inform you on behalf of Standard Life Investments that on 08/09/06, Standard Life Investments acquired 544,934 shares on behalf of Standard Life Group, this increased the total held as a **notifiable** interest (including material and non-material interests) to 55,530,882 shares being 12.111% of the issued stock of that class.

No. of shares held

55,530,882

Registered Name

Vidacos Nominees

Please acknowledge safe receipt of this notice by endorsing a copy of this letter with the date of receipt and return the copy to us at the above address or by fax to 0131 524 2920.

Yours sincerely

*G. Young*

Transaction Control

**Citibank, N.A. London Branch**

Registered as a branch in the UK at Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB. Registered number BR001018.

Authorised and regulated by the Financial Services Authority.

Citibank, N.A. is incorporated with limited liability in the USA. Head Office: 399 Park Avenue, New York, NY 10043

This message is intended only for the use of the individual(s) named above and may contain confidential information. If you are not the named addressee or an employee or agent responsible for delivering this message to the named addressee, you are not authorised to retain, read, copy or disseminate this message or any part of it. If you have received this message in error please notify



## SCHEDULE 10

### NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company

MyTravel Group plc

2. Name of shareholder having a major interest

Standard Life Investments

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

On behalf of Standard Life Group

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Vidacos Nominees

5. Number of shares / amount of stock acquired

544,934

6. Percentage of issued class

0.12%

7. Number of shares / amount of stock disposed

Not supplied

8. Percentage of issued class

Not supplied

9. Class of security

30p ordinary shares

10. Date of transaction

8 September 2006

11. Date company informed

11 September 2006

12. Total holding following this notification

55,530,882

13. Total percentage holding of issued class following this notification

12.04% of the 30p ordinary shares

14. Any additional information

Not supplied

15. Name of contact and telephone number for queries

Mike Vaux +44 1706 74 6142

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

Mike Vaux, Assistant Group Company Secretary

A handwritten signature in black ink, appearing to read 'Mike Vaux', with a long horizontal stroke extending to the right.

Date of notification

12 September 2006

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.