

Maylands Avenue
Hemel Hempstead
Herts HP2 7TG

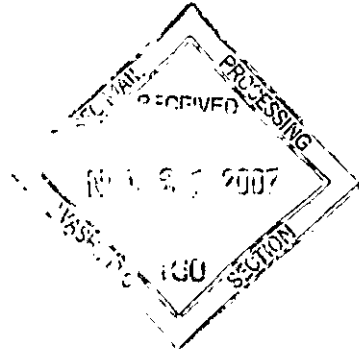
Telephone: 0870 850 3333
Fax: 01727 204885
DX: 124022
Hemel Hempstead 4



12 November 2007

Securities and Exchange Commission
Division of Corporation Finance
Room 3094 (3-6)
450 Fifth Street NW
Washington DC 20549
USA

Dixon Group PLC



For the attention of Special Counsel,
Office of International Corporation Finance

Dear Sir or Madam

Rule 12g3-2(b) File No. 82-3331

SUPL

The enclosed information is being furnished to the Securities and Exchange Commission (the "Commission") pursuant to the exemption from the Securities Exchange Act 1934 (the "Exchange Act") afforded by Rule 12g3-2(b) thereunder.

Yours faithfully
For and on behalf of
DSG international plc

Helen Thomas

Helen Thomas
Assistant to Company Secretary

PROCESSED

DEC 05 2007

**THOMSON
FINANCIAL**

Enc

deu 12/3



88(2)

(Revised 2005)

Please complete in typescript, or
in bold black capitals.

CHFP029

Company Number

3847921

Company name in full

DSG international plc

Return of Allotment of Shares

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which
shares were allotted
(If shares were allotted on one date
enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
1	7	1 0 2	0	0	7

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

Ordinary	Ordinary	Ordinary
27914	9672	1133
2.5p	2.5p	2.5p
81.64	118.82p	140.32p

List the names and addresses of the allottees and the
number and class of shares allotted to each overleaf

if the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:

% that each share is to be
treated as paid up

% (if any) that each share
is to be paid up in cash

Consideration for which
the shares were allotted
(This information must be supported by
the original or a certified copy of the
contract or by Form 88(3) if the contract
is not in writing)

Companies House receipt date barcode

09/2005

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ
for companies registered in England and Wales
or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 33050 Cardiff
DX 235 Edinburgh
or LP - 4 Edinburgh 2

Shareholder details
(list joint allottees as one shareholder)

Shares and share class allotted

Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted

Please enter the number of continuation sheets (if any) attached to this form

Signed 

Date 25/10/07

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details

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

Helen Thomas, c/o DSG international plc, Maylands Avenue,	
Hemel Hempstead, Hertfordshire, HP2 4TG	
Tel 01727 202752	
DX number 124022	DX exchange Hemel Hempstead 4



88(2)

(Revised 2005)

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in bold black capitals.

CHFP029

Return of Allotment of Shares

Company Number

3847921

Company name in full

DSG international plc

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(see Guidance Booklet GBA6)

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

1	7	1	0	2	0	0	7
---	---	---	---	---	---	---	---

--	--	--	--	--	--	--	--

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

Ordinary	Ordinary	Ordinary
296		
2.5p		
134.88		

List the names and addresses of the allottees and the
number and class of shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:

% that each share is to be
treated as paid up

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or LP - 4 Edinburgh 2

Shareholder details
(list joint allottees as one shareholder)

Shares and share class allotted

Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted

Please enter the number of continuation sheets (if any) attached to this form

Signed *[Signature]*

Date 25/10/07

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

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(Revised 2005)

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CHFP029

Return of Allotment of Shares

Company Number

3847921

Company name in full

DSG international plc

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

0	4	1	0	2	0	0	7
---	---	---	---	---	---	---	---

--	--	--	--	--	--	--	--

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

Ordinary	Ordinary	Ordinary
18021	12213	1431
2.5p	2.5p	2.5p
81.64p	118.82p	128.52p

List the names and addresses of the allottees and the
number and class of shares allotted to each overleaf

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cash please state:

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Shareholder details
(list joint allottees as one shareholder)

Shares and share class allotted

Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted
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Name(s) _____ Address _____ _____ UK Postcode L L L L L L L	Class of shares allotted	Number allotted

Please enter the number of continuation sheets (if any) attached to this form

Signed *Helen Thomas*

Date 25/10/07

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** Please delete as appropriate

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Company Number

3847921

Return of Allotment of Shares

Company name in full

DSG international plc

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

1	1	1	0	2	0	0	7
---	---	---	---	---	---	---	---

--	--	--	--	--	--	--	--

Class of shares
(ordinary or preference etc)

Number allotted

Nominal value of each share

Amount (if any) paid or due on each
share (including any share premium)

Ordinary	Ordinary	Ordinary
12846	1273	
2.5p	2.5p	
118.82p	128.52p	

List the names and addresses of the allottees and the
number and class of shares allotted to each overleaf

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for companies registered in Scotland


or LP - 4 Edinburgh 2

Shareholder details
(list joint allottees as one shareholder)

Shares and share class allotted

Shareholder details	Shares and share class allotted	
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

Signed  Date 25/10/07

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

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Tel 01727 202752	
DX number 124022	DX exchange Hemel Hempstead 4



Return by a company purchasing its own shares

CHFP029

Rule 12g3-2(b)
Exemption No. 82-3331

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies
(Address overleaf)

For official use (10/03) company number

28017921

Name of company

* insert full name of company

* DSG international plc

This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary		
Number of shares purchased	2250000		
Nominal value of each share	2.5p		
Date(s) on which the shares were delivered to the company	25/9/07 26/9/07 27/9/07 28/9/07		
Maximum prices paid \$ for each share	134.574p		
Minimum prices paid \$ for each share	128.257p		

§ A private company is not required to give this information

The aggregate amount paid by the company for the shares to which this return relates was:	£ 2,958,856.75
Stamp Duty is payable on the aggregate amount at the rate of 1/2% rounded up to the nearest multiple of £5	£ 14,795.00

‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed

[Signature]

Designation ‡

Company Secretary

Date

02/10/07

Presenter's name address and reference (if any):

For official Use (10/03)
General Section

Post room



Return by a company purchasing its own shares Rule 12g3-2(b)
Exemption No. 82-3331

169

CHFP029

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985

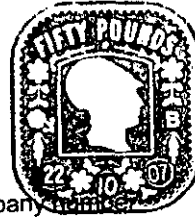
Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies (Address overleaf)



Official use

Company number
3847921



in the Republic of Ireland. For inland Revenue use only.



* insert full name of company

Name of company

* DSG international plc



N
This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

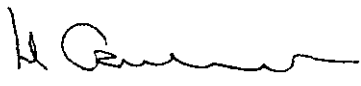
Shares were purchased by the company in accordance with section 162 of the above Act as follows:

Class of shares	Ordinary		
Number of shares purchased	3,590,000		
Nominal value of each share	2.5p		
Date(s) on which the shares were delivered to the company	01/10/07 02/10/07 03/10/07 04/10/07 05/10/07		
Maximum prices paid \$ for each share	142.121p		
Minimum prices paid \$ for each share	136.865p		

§ A private company is not required to give this information

The aggregate amount paid by the company for the shares to which this return relates was:	£ 5,018,308.98
Stamp Duty is payable on the aggregate amount at the rate of 1/2% rounded up to the nearest multiple of £5	£ 25,095.00

‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed  Designation ‡ Secretary Date 11/10/07

Presentor's name address and reference (if any):	For official Use (10/03)	Post room
	General Section	

G

Return by a company purchasing its own shares

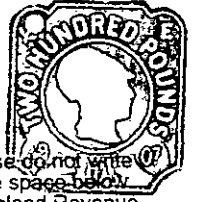
169

CHFP029

Rule 12g3-2(b)
Exemption No. 82-3331

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985



Please do not write in the space below. For Inland Revenue use only.

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies (Address overleaf)

For official use

Company number

[] [] []

347921

Name of company

* DSG international plc

* insert full name of company



Note

This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary		
Number of shares purchased	1750000		
Nominal value of each share	2.5pence		
Date(s) on which the shares were delivered to the company	17/09/07 18/09/07 20/09/07 24/10/07		
Maximum prices paid \$ for each share	138.030p		
Minimum prices paid \$ for each share	134.390p		



§ A private company is not required to give this information



The aggregate amount paid by the company for the shares to which this return relates was:	£ 2,380,816.25
Stamp Duty is payable on the aggregate amount at the rate of 1/2% rounded up to the nearest multiple of £5	£ 11,905.00.



‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed *K Osborne* Designation ‡ Director Date 11/10/07

Presenter's name address and reference (if any) :

For official Use (10/03)	
General Section	Post room

Please complete in typescript,
or in bold black capitals.

Annual Return

Rule 12g3-2(b)
Exemption No. 82-3331

CHFP029

Company Number | 3847921 _____

Company Name in full | DSG international plc _____
| _____

Date of this return

The information in this return is made up to

Day Month Year

| 2 | 4 | / | 0 | 9 | / | 2 | 0 | 0 | 7

Date of next return

If you wish to make your next return
to a date earlier than the anniversary
of this return please show the date here.
Companies House will then send a form
at the appropriate time.

Day Month Year

| 2 | 4 | / | 0 | 9 | / | 2 | 0 | 0 | 8

Registered Office

Show here the address at the date of
this return.

| Maylands Avenue _____
| _____

Any change of
registered office
must be notified
on form 287.

Post town

| Hemel Hempstead _____

County / Region

| Hertfordshire _____

UK Postcode

| H | P | 2 | | | 7 | T | G

Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

| 7415 _____ | _____
| _____ | _____

If the code number cannot be determined,
give a brief description of principal activity.

| _____
| _____

Companies House receipt date barcode

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for companies registered in Scotland DX 235 Edinburgh
Page 1

registered office, state here where it is kept.

The Registry, 34 Beckenham Road

Post town Beckenham

County/Region Kent

UK Postcode BR3 4TU

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Post town

County/Region

UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

Details of a new company secretary must be notified on form 288a.

* Voluntary details

(Please photocopy this area to provide details of joint secretaries).

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title

Forename(s) Helen Clare

Surname Grantham

Address †† c/o DSG international plc

Maylands Avenue

Post town Hemel Hempstead

County/ Region Herts

UK Postcode HP2 7TG

Country

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

	Name	* Style / Title	Ms		
			Day	Month	Year
		Date of Birth	3	0	1
			/	1	9
			5	8	
		Forename(s)	Rita Ann		
		Surname	Clifton		
<input type="checkbox"/>	Address ††		Woodend Farm House		
			Woodend		
		Post town	Nr Marlow		
		County / Region	Bucks	UK Postcode	S L 7 2 H W
		Country	England	Nationality	British
	Business occupation		Management Consultant		

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

	Name	* Style / Title	Sir		
			Day	Month	Year
		Date of Birth	1	0	1
			/	2	1
			9	4	1
		Forename(s)	John Alexander		
		Surname	Collins		
<input type="checkbox"/>	Address ††		New Court		
			St Swithin's Lane		
		Post town			
		County / Region	London	UK Postcode	E C 4 P 4 D U
		Country		Nationality	British
	Business occupation		Director		

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

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Name * Style / Title Count

Day Month Year

Date of Birth 1 4 / 0 2 / 1 9 3 7

Forename(s) Emmanuel

Surname d'Andre

Address †† 14 Rue des Marronniers

Post town 75016 Paris

County / Region _____ UK Postcode

Country France Nationality French

Business occupation Director

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

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Name * Style / Title _____

Day Month Year

Date of Birth 2 7 / 1 2 / 1 9 5 6

Forename(s) Andrew Patrick

Surname Lynch

Address †† The Stables

Sandy Lane

Post town Betchworth

County / Region Surrey UK Postcode R H 3 7 A A

Country England Nationality British

Business occupation Chartered Accountant

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

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Name * Style / Title _____

Day Month Year

Date of Birth | 1 | 2 | / | 0 | 8 | / | 1 | 9 | 6 | 4 |

Forename(s) | Kevin | _____

Surname | O'Byrne | _____

Address †† | 14 Rusthall Avenue | _____

Post town | London | _____

County / Region _____ UK Postcode | W | 4 | | | 1 | B | P |

Country | England | _____ **Nationality** | Irish | _____

Business occupation | Finance Director | _____

* Voluntary details.

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Name * Style / Title _____

Day Month Year

Date of Birth | 1 | 1 | / | 0 | 3 | / | 1 | 9 | 4 | 7 |

Forename(s) | John William | _____

Surname | Whybrow | _____

Address †† | Hill House | _____

| Clapgate Lane | _____

Post town | Slinfold | _____

County / Region | West Sussex | _____ UK Postcode | R | H | 1 | 3 | 0 | Q | U |

Country | England | _____ **Nationality** | British | _____

Business occupation | Director | _____

Issued share capital

Enter details of all the shares in issue at the date of this return.

(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)

2.5p Ordinary	1840244848	£	46,006,121.20
Totals	1840244848	£	46,006,121.20

List of past and present shareholders

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

There were no changes in the period

on paper in another format

A list of changes is enclosed

A full list of shareholders is enclosed

Certificate

I certify that the information given in this return is true to the best of my Knowledge and belief.

Signed

[Handwritten Signature]

Date

24/09/2007

† Please delete as appropriate.

† a director /secretary

if you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to **Companies House**.

This return includes

continuation sheets

(enter number)

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

Helen Thomas

c/o DSG international plc, Maylands Avenue, Hemel Hempstead, Herts,

HP2 7TG

Tel

01727 202752

DX number 124022

DX exchange

Hemel Hempstead 4

Company Number 3847921

Company Name in full DSG international plc

- Changes 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 the company shareholders on:
 - The company's first annual return following incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical or provide an index
- List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred <i>(if appropriate)</i>	Date of registration of transfer
Name _____ Address _____ _____ _____ UK Postcode L L L L L L L L			
Name _____ Address _____ _____ _____ UK Postcode L L L L L L L L			
Name _____ Address _____ _____ _____ UK Postcode L L L L L L L L			

CHFP029

Rule 12g3-2(b)
Exemption No. 82-3331

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985

Please do not write in the space below. For Inland Revenue use only.

Please complete legibly, preferably in black type, or bold block letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number

3847921

Name of company

* insert full name of company

* DSG international plc

te
This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary		
Number of shares purchased	2,000,000		
Nominal value of each share	2.5p		
Date(s) on which the shares were delivered to the company	8/10/07 9/10/07 10/10/07 11/10/07		
Maximum prices paid \$ for each share	1.44536		
Minimum prices paid \$ for each share	1.42504		

§ A private company is not required to give this information

The aggregate amount paid by the company for the shares to which this return relates was:	£ 2,867,951.00
Stamp Duty is payable on the aggregate amount at the rate of 1/2% rounded up to the nearest multiple of £5	£ 14,340.00

‡ insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed H. Gamm Designation ‡ Company Secretary Date 24/10/07

Presentor's name address and reference (if any) :

For official Use (10/03)
General Section

Post room

END