

Edgar Filing: BOC GROUP PLC - Form 6-K

BOC GROUP PLC  
Form 6-K  
April 24, 2006

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private  
Issuer  
Pursuant to Rule 13a -16 or 15d -16  
of  
the Securities Exchange Act of 1934

Report on Form 6-K the period from 8 April 2006 to 21 April 2006

The BOC Group plc  
Chertsey Road, Windlesham,  
Surrey GU20 6HJ  
England

(Name and address of registrant's principal executive office)

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    X    Form 40-F  
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Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (1):

Yes: |\_| No: |X|

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (7):

Yes: |\_| No: |X|

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: |X|

Enclosures:

1. A notification dated 10 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 7 April 2006 the Company had 513,150,369 Ordinary shares in issue.
2. A notification dated 10 April 2006 advising that UBS AG have a 5.05%

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interest in the issued Ordinary share capital of the Company.

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3. A notification dated 10 April 2006 advising that Credit Suisse have a 8.10% interest in the issued Ordinary share capital of the Company.
4. A notification dated 11 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 10 April 2006 the Company had 513,161,979 Ordinary shares in issue.
5. A notification dated 13 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 12 April 2006 the Company had 513,166,428 Ordinary shares in issue.
6. A notification dated 18 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 13 April 2006 the Company had 513,181,773 Ordinary shares in issue.
7. A notification dated 18 April 2006 advising of a disposal by Ogier Trustee (Jersey) Limited, as trustee of The BOC Group plc Employee Share Trust (1995), of a total of 4,270 Ordinary shares in the Company in which the directors have a technical interest.
8. A notification dated 19 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 18 April 2006 the Company had 513,189,273 Ordinary shares in issue.
9. A notification dated 20 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 19 April 2006 the Company had 513,200,328 Ordinary shares in issue.
10. A notification dated 21 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 20 April 2006 the Company had 513,215,875 Ordinary shares in issue.
11. A notification dated 21 April 2006 advising that UBS AG have a 6.11% interest in the issued Ordinary share capital of the Company.
12. A notification dated 21 April 2006 in accordance with Rules 8.1(a) and (b) (i) of the City Code on Takeovers and Mergers advising of dealings by directors (together with their close relatives and related trusts) of The BOC Group plc and its subsidiaries and fellow subsidiaries and their associated companies.

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 10 APRIL 2006  
AT 07.00 HRS UNDER REF: PRNUK-1004060655-5D66

10 April 2006

The BOC Group plc

RULE 2.10 ANNOUNCEMENT

The BOC Group plc ("BOC") announces, in accordance with Rule 2.10 of the City Code on Takeovers and Mergers, that as at the close of business on 7 April 2006





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1. Name of company 2. Name of shareholder having a major

THE BOC GROUP plc

CREDIT SUISSE

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 4. Name of the registered holder(s) the number of shares held by each

NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2 ABOVE

CREDIT SUISSE SECURITIES (EUROPE)  
CREDIT SUISSE INTERNATIONAL - 3,  
CREDIT SUISSE SECURITIES (USA) L

5. Number of shares/amount of stock acquired 6. Percentage of issued class 7. Number of shares/amount of stock disposed 8. Percentage of stock disposed

9. Class of security 10. Date of transaction 11. Date of notification

ORDINARY SHARES OF 25P EACH

06 APRIL 2006

10

12. Total holding following this notification 13. Total percentage holding of issued shares following notification

41,539,567

8.10%

14. Any additional information 15. Name of contact and telephone number

IN A LETTER DATED 10 APRIL 2006, THE BOC GROUP plc HAS BEEN ADVISED THAT CREDIT SUISSE HOLDS A 8.10% (PREVIOUSLY 7.00%) INTEREST IN THE ORDINARY SHARE CAPITAL OF THE COMPANY.

SARAH LARKINS  
COMPANY SECRETARY  
01276 807383

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

SARAH LARKINS

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Date of notification 10 APRIL 2006  
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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 11 APRIL 2006  
AT 07.00 HRS UNDER REF: PRNUK-1104060652-0CD1

11 April 2006

The BOC Group plc

RULE 2.10 ANNOUNCEMENT

The BOC Group plc ("BOC") announces, in accordance with Rule 2.10 of the City Code on Takeovers and Mergers, that as at the close of business on 10 April 2006 it had in issue 513,161,979 (including those represented by ADSs) ordinary shares of 25 pence each ("BOC Shares").

The ISIN reference number for the BOC Shares is GB0001081206 and for the American Depositary Shares of BOC is CUSIP055617609.

Each American Depositary Share of BOC represents two BOC Shares.

Contacts:

The BOC Group plc

Christopher Marsay, Director Investor Relations 01276 477222

The Maitland Consultancy

Neil Bennett 0207 379 5151

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 13 APRIL 2006  
AT 08.54 HRS UNDER REF: PRNUK-1304060853-2730

13 April 2006

The BOC Group plc

RULE 2.10 ANNOUNCEMENT

The BOC Group plc ("BOC") announces, in accordance with Rule 2.10 of the City Code on Takeovers and Mergers, that as at the close of business on 12 April 2006

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it had in issue 513,166,428 (including those represented by ADSs) ordinary shares of 25 pence each ("BOC Shares").

The ISIN reference number for the BOC Shares is GB0001081206 and for the American Depositary Shares of BOC is CUSIP055617609.

Each American Depositary Share of BOC represents two BOC Shares.

Contacts:

The BOC Group plc

Christopher Marsay, Director Investor Relations 01276 477222

The Maitland Consultancy

Neil Bennett 0207 379 5151

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 18 APRIL 2006  
AT 09.17 HRS UNDER REF: PRNUK-1804060904-37A3

18 April 2006

The BOC Group plc

RULE 2.10 ANNOUNCEMENT

The BOC Group plc ("BOC") announces, in accordance with Rule 2.10 of the City Code on Takeovers and Mergers, that as at the close of business on 13 April 2006 it had in issue 513,181,773 (including those represented by ADSs) ordinary shares of 25 pence each ("BOC Shares").

The ISIN reference number for the BOC Shares is GB0001081206 and for the American Depositary Shares of BOC is CUSIP055617609.

Each American Depositary Share of BOC represents two BOC Shares.

Contacts:

The BOC Group plc

Christopher Marsay, Director Investor Relations 01276 477222

The Maitland Consultancy

Neil Bennett 0207 379 5151

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 18 APRIL 2006  
AT 17.30 HRS UNDER REF: PRNUK-1804061726-2354

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18 April 2006

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the disposal on 18 April 2006 of 4,270 Ordinary shares of 25p each in the Company at nil cost per share by Ogier Trustee (Jersey) Limited (the Trustee) as trustee of The BOC Group plc Employee Share Trust (1995) (the Trust). These Ordinary shares have been transferred, following exercise of options, to participants in the Company's senior executive share incentive plans.

Following this disposal of 4,270 Ordinary shares, the Trustee now holds 4,280,121 Ordinary shares.

Each of the executive Directors of the Company is a potential beneficiary under the Trust and therefore for Companies Act purposes is regarded as interested in all of these 4,280,121 Ordinary shares. Despite this technical interest, each executive Director will only be entitled to receive Ordinary shares from the Trust in satisfaction of options granted to him in respect of these Ordinary shares.

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 19 APRIL 2006  
AT 07.01 HRS UNDER REF: PRNUK-1904060657-8132

19 April 2006

The BOC Group plc

RULE 2.10 ANNOUNCEMENT

The BOC Group plc ("BOC") announces, in accordance with Rule 2.10 of the City Code on Takeovers and Mergers, that as at the close of business on 18 April 2006 it had in issue 513,189,273 (including those represented by ADSs) ordinary shares of 25 pence each ("BOC Shares").

The ISIN reference number for the BOC Shares is GB0001081206 and for the American Depositary Shares of BOC is CUSIP055617609.

Each American Depositary Share of BOC represents two BOC Shares.

Contacts:

The BOC Group plc

Christopher Marsay, Director Investor Relations 01276 477222

The Maitland Consultancy

Neil Bennett 0207 379 5151

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 20 APRIL 2006  
AT 07.00 HRS UNDER REF: PRNUK-2004060650-D4E9

20 April 2006

The BOC Group plc

RULE 2.10 ANNOUNCEMENT

The BOC Group plc ("BOC") announces, in accordance with Rule 2.10 of the City Code on Takeovers and Mergers, that as at the close of business on 19 April 2006 it had in issue 513,200,328 (including those represented by ADSs) ordinary shares of 25 pence each ("BOC Shares").

The ISIN reference number for the BOC Shares is GB0001081206 and for the American Depositary Shares of BOC is CUSIP055617609.

Each American Depositary Share of BOC represents two BOC Shares.

Contacts:

The BOC Group plc

Christopher Marsay, Director Investor Relations 01276 477222

The Maitland Consultancy

Neil Bennett 0207 379 5151

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 21 APRIL 2006  
AT 07.00 HRS UNDER REF: PRNUK-2104060648-A644

21 April 2006

The BOC Group plc

RULE 2.10 ANNOUNCEMENT

The BOC Group plc ("BOC") announces, in accordance with Rule 2.10 of the City Code on Takeovers and Mergers, that as at the close of business on 20 April 2006 it had in issue 513,215,875 (including those represented by ADSs) ordinary shares of 25 pence each ("BOC Shares").

The ISIN reference number for the BOC Shares is GB0001081206 and for the American Depositary Shares of BOC is CUSIP055617609.

Each American Depositary Share of BOC represents two BOC Shares.

Contacts:

The BOC Group plc

Christopher Marsay, Director Investor Relations 01276 477222

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The Maitland Consultancy

Neil Bennett

0207 379 5151

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON 21 APRIL 2006 AT 10.52 HRS UNDER REF: PRNUK-210406-2104061051-E0D6

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

All relevant boxes should be completed in block capital letters.

1. Name of company 2. Name of shareholder having a major interest

THE BOC GROUP plc

UBS AG

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 4. Name of the registered holder(s) and the number of shares held by each

NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2 ABOVE

UBS AG LONDON BRANCH - 29,991,499  
UBS GLOBAL ASSET MANAGEMENT LIFE  
UBS SECURITIES LLC - 1,700  
UBS FINANCIAL SERVICES INC - 1,100

5. Number of shares/amount of stock acquired 6. Percentage of issued class 7. Number of shares/amount of stock disposed 8. Percentage of stock disposed

9. Class of security 10. Date of transaction 11. Date of acquisition

ORDINARY SHARES OF 25P EACH

18 APRIL 2006

21 APRIL 2006

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12. Total holding following this notification  
13. Total percentage holding of issued shares following this notification

31,354,879

6.11%

14. Any additional information  
15. Name of contact and telephone number

IN A LETTER DATED 20 APRIL 2006, THE BOC GROUP plc HAS BEEN ADVISED THAT UBS AG HOLDS A 6.11% (PREVIOUSLY 5.05%) INTEREST IN THE ORDINARY SHARE CAPITAL OF THE COMPANY.

SARAH LARKINS  
ASSISTANT COMPANY SECRETARY  
01276 807383

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

SARAH LARKINS

Date of notification 21 APRIL 2006

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON 21 APRIL 2006 AT 14.35 HRS UNDER REF: PRNUK-2104061433-1C44

FORM 8.1

DEALINGS BY OFFERORS, OFFEREE COMPANIES OR THEIR ASSOCIATES FOR THEMSELVES OR FOR DISCRETIONARY CLIENTS (Rules 8.1(a) and (b) (i) of the City Code on Takeovers and Mergers)

1. KEY INFORMATION

|  |                                  |
|--|----------------------------------|
| Name of person dealing (Note 1)  | See attached Schedule            |
| Company dealt in   | The BOC Group plc                |
| Class of relevant security to which the dealings being disclosed relate (Note 2) | Ordinary Shares of 25 pence each |
| Date of dealing  | See attached Schedule            |

2. INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE

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(a) Interests and short positions (following dealing) in the class of relevant security dealt in (Note 3)

|   | Long                  |     | Short              |
|---|-----------------------|-----|--------------------|
|   | Number                | (%) | Number             |
| (1) Relevant securities                     | See attached Schedule |     | See attached Sched |
| (2) Derivatives (other than options)        | N/A                   |     | N/A                |
| (3) Options and agreements to purchase/sell | N/A                   |     | N/A                |
| Total                                       | See attached Schedule |     | See attached Sched |

(b) Interests and short positions in relevant securities of the company, other than the class dealt in (Note 3)

| Class of relevant security:                 | Long   |     | Short  |
|---|--------|-----|--------|
|   | Number | (%) | Number |
| (1) Relevant securities                     | N/A    |     | N/A    |
| (2) Derivatives (other than options)        | N/A    |     | N/A    |
| (3) Options and agreements to purchase/sell | N/A    |     | N/A    |
| Total                                       | N/A    |     | N/A    |

(c) Rights to subscribe (Note 3)

| Class of relevant security: | Details |
|-----------------------------|---------|
|-----------------------------|---------|



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See attached Schedule N/A N/A

(d) Other dealings (including new securities) (Note 4)

| Nature of transaction (Note 8) | Details | Price per unit (if applicable) (Note 5) |
|--------------------------------|---------|---|
| N/A                            | N/A     | N/A                                     |

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4. OTHER INFORMATION

Agreements, arrangements or understandings relating to options or derivatives

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.

None

Is a Supplemental Form 8 attached? (Note 9) NO

Date of disclosure 21 April 2006

Contact name Carol Hunt

Telephone number 01276 807759

Name of offeree/offeror with which associated The BOC Group plc

Specify category and nature of associate status (Note 10) Category (3) - directors (together with their close relatives and related trusts) of The BOC Group plc and its subsidiaries and fellow

Notes

The Notes on Form 8.1 can be viewed on the Takeover Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)

SCHEDULE  
Form 8.1 Aggregated Dealings Disclosure

For category 3 associates the period 13 April to 21 April 2006

Part A - Purchases and Sales

| Name                 | Date of dealing | Purchase/Sale | Number of shares | Price ((pound)) per share |
|----------------------|-----------------|---------------|------------------|---------------------------|
| LAM Victor           | 19 April 2006   | Purchase      | 480              | 698p                      |
| PECKMAN Darron       | 19 April 2006   | Purchase      | 1,497            | 894p                      |
| WATKINS Alan Michael | 13 April 2006   | Sale          | 15,094           | 1554p                     |

Part B - Exercising Options

| Name                 | Date of exercise | Product name (e.g. option/award) | Number of shares acquired | Exercise price ((pound)) per share |
|----------------------|------------------|----------------------------------|---------------------------|------------------------------------|
| LAM Victor           | 19 April 2006    | Option (SAYE)                    | 480                       | 698p                               |
| PECKMAN Darron       | 19 April 2006    | Option (SAYE)                    | 1,497                     | 894p                               |
| WATKINS Alan Michael | 13 April 2006    | Option                           | 10,824                    | 776p                               |

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|                      |               |              |       |     |
|----------------------|---------------|--------------|-------|-----|
| WATKINS Alan Michael | 13 April 2006 | Award (LTIP) | 4,270 | Nil |
|----------------------|---------------|--------------|-------|-----|

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant, The BOC Group plc, has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 24, 2006

By: /s/ Sarah Larkins

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Name: Sarah Larkins  
Title: Assistant Company Secretary

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