

Edgar Filing: BOC GROUP PLC - Form 6-K

BOC GROUP PLC  
Form 6-K  
April 11, 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 25 March 2006 to 7 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  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:

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:

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:

Enclosures:

1. A notification dated 27 March 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 24 March 2006 the Company had 513,075,428 Ordinary shares in issue.
2. A notification dated 29 March 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on

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28 March 2006 the Company had 513,085,228 Ordinary shares in issue.

Page 1 of 25

3. A notification dated 29 March 2006 advising that UBS AG have a 4.98% interest in the issued Ordinary share capital of the Company.
4. A notification dated 30 March 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 29 March 2006 the Company had 513,090,574 Ordinary shares in issue.
5. A notification dated 30 March 2006 advising that Credit Suisse have a 6.43% interest in the issued Ordinary share capital of the Company.
6. A notification dated 31 March 2006 advising that Deutsche Bank AG have a 4.17% interest in the issued Ordinary share capital of the Company.
7. A notification dated 31 March 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.
8. A notification dated 3 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 31 March 2006 the Company had 513,092,059 Ordinary shares in issue.
9. A notification dated 3 April 2006 advising that UBS AG have a 5.00% interest in the issued Ordinary share capital of the Company.
10. A notification dated 4 April 2006 advising that Credit Suisse have a 7.00% interest in the issued Ordinary share capital of the Company.
11. A notification dated 5 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 4 April 2006 the Company had 513,103,353 Ordinary shares in issue.
12. A notification dated 5 April 2006 advising that UBS AG have a 4.69% interest in the issued Ordinary share capital of the Company.
13. A notification dated 6 April 2006 in accordance with Rule 2.10 of the City Code on Takeovers and Mergers confirming that at the close of business on 5 April 2006 the Company had 513,135,869 Ordinary shares in issue.
14. A notification dated 7 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.
15. A notification dated 7 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 11,234 Ordinary shares in the Company in which the directors have a technical interest.
16. A notification dated 7 April 2006 advising that Deutsche Bank AG have a 3.84% interest in the issued Ordinary share capital of the Company.

Page 2 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 27 MARCH 2006  
AT 07.02 HRS UNDER REF: PRNUK-2703060650-EB67

27 March 2006

The BOC Group plc

RULE 2.10 ANNOUNCEMENT

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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 24 March 2006 it had in issue 513,075,428 (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

Page 3 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 29 MARCH 2006  
AT 07.00 HRS UNDER REF: PRNUK-2903060655-5045

29 March 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 28 March 2006 it had in issue 513,085,228 (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

Page 4 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 29 MARCH 2006

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AT 13.43 HRS UNDER REF: PRNUK-2903061342-7766

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 holder, the number of shares held by	
NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2 ABOVE		UBS AG LONDON BRANCH - 24,238,483 UBS GLOBAL ASSET MANAGEMENT LIFE LTD UBS SECURITIES LLC - 5,840 UBS FINANCIAL SERVICES INC - 1,390	
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		27 MARCH 2006	29 MARCH 2006
12. Total holding following this notification		13. Total percentage holding of issued class following this notification	
25,552,509		4.98%	
14. Any additional information		15. Name of contact and telephone number	
IN A LETTER DATED 28 MARCH 2006, THE BOC GROUP plc HAS BEEN ADVISED THAT UBS AG HOLDS A 4.98% (PREVIOUSLY 5.19%) INTEREST IN THE ORDINARY SHARE CAPITAL OF THE COMPANY.		SARAH LARKINS ASSISTANT COMPANY SECRETARY 01276 807383	

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

SARAH LARKINS  
-----

Date of notification 29 MARCH 2006  
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Page 5 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 30 MARCH 2006  
AT 08.57 HRS UNDER REF: PRNUK-3003060856-537E

30 March 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 29 March 2006 it had in issue 513,090,574 (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

Page 6 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON  
30 MARCH 2006 AT 14.56 HRS UNDER REF: PRNUK-3003061454-10C7

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

All relevant boxes should be completed in block capital letters.

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

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) and holder, the number of shares held by

NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2 ABOVE

CREDIT SUISSE SECURITIES (EUROPE) LI  
CREDIT SUISSE INTERNATIONAL - 3,278,  
CREDIT SUISSE SECURITIES (USA) LLC -

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

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

ORDINARY SHARES OF 25P EACH

27 MARCH 2006

30 MA

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

33,018,281

6.43%

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

IN A LETTER DATED 29 MARCH 2006, THE BOC GROUP plc HAS BEEN ADVISED THAT CREDIT SUISSE HOLDS A 6.43% (PREVIOUSLY 5.22%) 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 30 MARCH 2006

THE BOC GROUP PLC ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON 31 MARCH 2006 AT 11.33 HRS UNDER REF: PRNUK-3103061131-6A5A

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		DEUTSCHE BANK 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 holder, the number of shares held by	
NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2 ABOVE.		SEE ADDITIONAL INFORMATION.	
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		30 MARCH 2006	31 MARCH 2006
12. Total holding following this notification		13. Total percentage holding of issued class following this notification	
21,384,134		4.17%	

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14. Any additional information

15. Name of contact and telephone number

-----  
IN A LETTER DATED 30 MARCH 2006, THE BOC GROUP  
plc HAS BEEN ADVISED THAT DEUTSCHE BANK AG HOLDS  
A 4.17% (PREVIOUSLY 3.21%) 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 31 MARCH 2006  
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Page 8 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 31 MARCH 2006  
AT 14.53 HRS UNDER REF: PRNUK-3103061450-CEE0

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)

Robert WOWK

-----  
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

17 March 2006  
-----

2. INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE

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



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	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

(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

Page 9 of 25

(c) Rights to subscribe (Note 3)

Class of relevant security:	Details
Ordinary Shares of 25 pence each	49,143

3. DEALINGS (Note 4)

(a) Purchases and sales

Purchase/sale	Number of securities	Price per unit (Note 5)
Sale	6,488	1550p

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(b) Derivatives transactions (other than options)

Product name, e.g. CFD	Long/short (Note 6)	Number of securities (Note 7)	Price per unit (Note 5)
N/A			

(c) Options transactions in respect of existing securities

(i) Writing, selling, purchasing or varying

Product name, e.g. call option	Writing, selling, purchasing, varying etc.	Number of securities to which the option relates (Note 7)	Exercise price	Type, e.g. American, European etc.	Expiry date	Opti paid rece unit
N/A	N/A	N/A	N/A	N/A	N/A	N/A

(ii) Exercising

Product name, e.g. call option	Number of securities	Exercise price per unit
Award (LTIP)	6,488	Nil

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

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

4. OTHER INFORMATION

Agreements, arrangements or understandings relating to options or derivatives

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-----  
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.  
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None  
-----

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

-----  
Date of disclosure 31 March 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 subsidiaries and their associated companies  
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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)  
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Page 11 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 3 APRIL 2006  
AT 07.00 HRS UNDER REF: PRNUK-0304060650-DB50

3 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 31 March 2006 it had in issue 513,092,059 (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

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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

Page 12 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 3 APRIL 2006  
AT 11.13 HRS UNDER REF: PRNUK-0304061111-8BCC

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 holder, the number of shares held by
NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2 ABOVE	UBS AG LONDON BRANCH - 24,351,435 UBS GLOBAL ASSET MANAGEMENT LIFE LTD UBS SECURITIES LLC - 2,000 UBS FINANCIAL SERVICES INC - 1,390

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
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9. Class of security	10. Date of transaction	11. Date
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ORDINARY SHARES OF 25P EACH

29 MARCH 2006

3 APR

12. Total holding following this notification

25,661,621

13. Total percentage holding of issued o  
notification

5.00%

14. Any additional information

IN A LETTER DATED 31 MARCH 2006, THE BOC GROUP  
plc HAS BEEN ADVISED THAT UBS AG HOLDS A 5.00%  
(PREVIOUSLY 4.98%) INTEREST IN THE ORDINARY SHARE  
CAPITAL OF THE COMPANY.

15. Name of contact and telephone number

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 3 APRIL 2006

Page 13 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 4 APRIL 2006  
AT 10.44 HRS UNDER REF: PRNUK-0404061043-1EC9

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

All relevant boxes should be completed in block capital letters.

1. Name of company

THE BOC GROUP plc

2. Name of shareholder having a major i

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

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

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person's spouse or children under the age of 18

NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2  
ABOVE

CREDIT SUISSE SECURITIES (EUROPE) LI  
CREDIT SUISSE INTERNATIONAL - 3,278,  
CREDIT SUISSE SECURITIES (USA) LLC -

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

9. Class of security      10. Date of transaction      11. Date  
ORDINARY SHARES OF 25P EACH      29 MARCH 2006      4 APR

12. Total holding following this notification      13. Total percentage holding of issued o  
notification  
35,927,446      7.00%

14. Any additional information      15. Name of contact and telephone number  
IN A LETTER DATED 31 MARCH 2006, THE BOC GROUP  
plc HAS BEEN ADVISED THAT CREDIT SUISSE HOLDS A  
7.00% (PREVIOUSLY 6.43%) INTEREST IN THE ORDINARY  
SHARE CAPITAL OF THE COMPANY.      CAROL HUNT  
DEPUTY COMPANY SECRETARY  
01276 807759

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

Date of notification 4 APRIL 2006

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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 4 April 2006 it had in issue 513,103,353 (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

Page 15 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON 5 APRIL 2006 AT 18.11 HRS UNDER REF: PRNUK-0504061809-771D

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 holder, the number of shares held by
NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2 ABOVE	UBS AG LONDON BRANCH - 22,697,161 UBS GLOBAL ASSET MANAGEMENT LIFE LTD UBS SECURITIES LLC - 1,920 UBS FINANCIAL SERVICES INC - 1,390

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5. Number of shares/amount of stock acquired	6. Percentage of issued class	7. Number of shares/amount of stock disposed	8. Percent
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9. Class of security	10. Date of transaction	11. Date
ORDINARY SHARES OF 25P EACH	31 MARCH 2006	5 APR

12. Total holding following this notification	13. Total percentage holding of issued o notification
24,071,958	4.69%

14. Any additional information	15. Name of contact and telephone number
IN A LETTER DATED 3 APRIL 2006, THE BOC GROUP plc HAS BEEN ADVISED THAT UBS AG HOLDS A 4.69% (PREVIOUSLY 5.00%) 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 5 APRIL 2006

Page 16 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON 6 APRIL 2006 AT 08.57 HRS UNDER REF: PRNUK-0604060856-6CCD

6 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 5 April 2006 it had in issue 513,135,869 (including those represented by ADSs) ordinary shares of 25 pence each ("BOC Shares").



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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

Page 17 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 7 APRIL 2006  
AT 13.41 HRS UNDER REF: PRNUK-0704061338-166C

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

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

	Long		Short
	Number	(%)	Number

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(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

Page 18 of 25

(c) Rights to subscribe (Note 3)

Class of relevant security:	Details
Ordinary Shares of 25 pence each	See attached Schedule

3. DEALINGS (Note 4)

(a) Purchases and sales

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Purchase/sale	Number of securities	Price per unit (Note 5)
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See attached Schedule

(b) Derivatives transactions (other than options)

Product name, e.g. CFD	Long/short (Note 6)	Number of securities (Note 7)	Price per unit (Note 5)
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N/A

(c) Options transactions in respect of existing securities

(i) Writing, selling, purchasing or varying

Product name, e.g. call option	Writing, selling, purchasing, varying etc.	Number of securities to which the option relates (Note 7)	Exercise price	Type, e.g. American, European etc.	Expiry date	Opti paid rece unit
-----------------------------------	---	--	-------------------	--	----------------	------------------------------

N/A

N/A

N/A

N/A

N/A

N/A

N/A

(ii) Exercising

Product name, e.g. call option	Number of securities	Exercise price per unit
--------------------------------	----------------------	-------------------------

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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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 7 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 subsidiaries and their associated companies  
-----

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)  
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Page 20 of 25

SCHEDULE

Form 8.1 Aggregated Dealings Disclosure

For category 3 associates the period 1 April to 7 April 2006

Part A - Purchases and Sales

-----  
Name Date of dealing Purchase/Sale Number of shares Price ((

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Emslie Brian Simpson	5 April 2006	Sale	1,286	1550p
Donovan Gerald	4 April 2006	Purchase (SAYE)	357	894p
Ormrod Stephen Ellis	30 March 2006	Transfer	11,171	Nil
Rice Anthony	4 April 2006	Purchase (SAYE)	525	698p

Page 21 of 25

Part B - Exercising Options

Name	Date of exercise	Product name (e.g. option/award)	Number of shares acquired	Exercise price (( per shar
Donovan Gerald	4 April 2006	Option (SAYE)	357	894p
Rice Anthony	4 April 2006	Option (SAYE)	525	698p

Page 22 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 7 APRIL 2006  
AT 16.23 HRS UNDER REF: PRNUK-0704061622-4D23

7 April 2006

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the disposal on 7 April 2006 of 11,234 Ordinary shares of 25p each in the Company at an average exercise price of 947p 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 11,234 Ordinary shares, the Trustee now holds 4,284,391 Ordinary shares.

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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 4,284,391 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.

Page 23 of 25

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 7 APRIL 2006  
AT 16.32 HRS UNDER REF: PRNUK-0704061630-F7BE

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

All relevant boxes should be completed in block capital letters.

-----  
1. Name of company  
-----  
THE BOC GROUP plc

2. Name of shareholder having a major i  
-----  
DEUTSCHE BANK 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  
holder, the number of shares held by

-----  
NOTIFICATION IN RESPECT OF A PARTY NAMED IN 2  
ABOVE.

SEE ADDITIONAL INFORMATION.

5. Number of  
shares/amount of  
stock acquired

6. Percentage of issued  
class

7. Number of shares/amount  
of stock disposed

8. Percen

9. Class of security

10. Date of transaction

11. Date

-----  
ORDINARY SHARES OF 25P EACH

7 APRIL 2006

7 APR

12. Total holding following this notification

13. Total percentage holding of issued c  
notification

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19,690,490

3.84%

14. Any additional information

15. Name of contact and telephone number

IN A LETTER DATED 7 APRIL 2006, THE BOC GROUP plc  
HAS BEEN ADVISED THAT DEUTSCHE BANK AG HOLDS A  
3.84% (PREVIOUSLY 4.17%) INTEREST IN THE ORDINARY  
SHARE CAPITAL OF THE COMPANY.

CAROL HUNT  
DEPUTY COMPANY SECRETARY  
01276 807759

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

CAROL HUNT

Date of notification 7 APRIL 2006

Page 24 of 25

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 11, 2006

By: /s/ Sarah Larkins

Name: Sarah Larkins  
Title: Assistant Company Secretary

Page 25 of 25