

Edgar Filing: BOC GROUP PLC - Form 6-K

BOC GROUP PLC  
Form 6-K  
March 01, 2005

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 for the month of February 2005

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 1 February 2005 to advise that a copy of the First Quarter Results for the three months ended 31 December 2004 were available at the UKLA Document Viewing Facility.

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2. A notification dated 2 February 2005 advising of the acquisition of 36 Ordinary shares in the Company by Sir Christopher J O'Donnell, a director of the Company, under the Dividend Reinvestment Plan.
3. A notification dated 3 February 2005 advising of the sale by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995) of a total of 1,645 Ordinary shares in the Company in which the directors have a technical interest.
4. A notification dated 3 February 2005 advising of the exercise of an option over 6,000 Ordinary shares held under The BOC Group plc Executive Share Option Scheme 1995 by John Andrew Bevan, a director of the Company.
5. A notification dated 3 February 2005 advising of the exercise of options over 110,000 Ordinary shares held under The BOC Group plc Executive Share Option Scheme 1995 and Executive Share Option Scheme (Jersey) 1995 by John Lawrence Walsh, a director of the Company, and subsequent sale of the Ordinary shares acquired.
6. A notification dated 3 February 2005 advising of the sale by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995) of a total of 28,466 Ordinary shares in the Company in which the directors have a technical interest.
7. A notification dated 3 February 2005 advising of the exercise of an option over 25,000 Ordinary shares held under The BOC Group plc Executive Share Option Scheme 1995 by Krishnamurthy Rajagopal, a director of the Company, the subsequent sale of 14,000 shares by Dr Rajagopal, the transfer of 7,250 shares to Usha Rajagopal, the wife of Dr Rajagopal, the sale of 3,500 shares by Mrs Rajagopal and the retention of 3,750 shares by both Dr and Mrs Rajagopal.
8. A notification dated 18 February 2005 advising of the sale by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995) of a total of 16,275 Ordinary shares in the Company in which the directors have a technical interest and the return of 14,206 Ordinary shares transferred from the Trust in error in January 2005.
9. A notification dated 25 February 2005 advising of the resignation of Julie Baddeley, a director of the Company, with effect from 28 February 2005.

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 1 FEBRUARY 2005  
AT 10.48 HRS UNDER REF: PRNUK-0102051047-F7DA

1 February 2005

THE BOC GROUP plc - NEWS RELEASE ON THE FIRST QUARTER RESULTS FOR THE THREE MONTHS ENDED 31 DECEMBER 2004

A copy of the above document has been submitted to the UK Listing Authority and will shortly be available for inspection at the UK Listing Authority's Document Viewing Facility which, is situated at:

Financial Services Authority  
25 The North Colonnade  
Canary Wharf  
London  
E14 5HS

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Tel.no. (0)20 7676 1000

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 2 FEBRUARY 2005  
AT 7.49 HRS UNDER REF: PRNUK-0202050748-9933

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

1. Name of company	2. Name of director
THE BOC GROUP plc	CHRISTOPHER JOHN O'DONNELL

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 or in respect of a non-beneficial interest	4. Name of the registered holder(s) and, more than one holder, the number of shares held by each of them (if notified)
IN RESPECT OF A HOLDING OF THE DIRECTOR IN 2 ABOVE	CHRISTOPHER JOHN O'DONNELL

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)	6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary
N/A	PURCHASE OF SHARES UNDER THE DIVIDEND REINVESTMENT PLAN

7. Number of	8. Percentage of	9. Number of	10. Percentage of
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shares/amount of stock acquired	issued class	shares/amount of stock disposed	issued class
36	LESS THAN 0.01%	N/A	N/A

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11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
ORDINARY SHARES OF 25P EACH	9.88P PER SHARE	1 FEBRUARY 2005	1 FEBRUARY

15. Total holding following this notification	16. Total percentage holding of issued class following this notification
2,310	LESS THAN 0.01%

If a director has been granted options by the company please complete the following boxes.

17. Date of grant	18. Period during which or date on which options exercisable
N/A	N/A

19. Total amount paid (if any) for grant of the option	20. Description of shares or debentures involved: class, number
N/A	N/A

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise	22. Total number of shares or debentures which options held following this notification
N/A	N/A

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23. Any additional information	24. Name of contact and telephone number queries
N/A	SARAH LARKINS 01276 807383

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

SARAH LARKINS, ASSISTANT COMPANY SECRETARY  
Date of notification \_2 February 2005\_\_\_\_\_

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 3 FEBRUARY 2005  
AT 10.28 HRS UNDER REF: PRNUK-0302051027-B728

3 February 2005

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has today been notified of the disposal on 1 February 2005 of 1,645 Ordinary shares of 25p each in the Company at an exercise price of 722p per share by Ogier Trustee 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 option plans.

Following this disposal of 1,645 Ordinary shares, the Trustee now holds 5,462,750 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 5,462,750 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 3 FEBRUARY 2005  
AT 11.06 HRS UNDER REF: PRNUK-0302051105-D60C

SCHEDULE 11

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## NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

<p>1. Name of company</p> <p>THE BOC GROUP plc</p>	<p>2. Name of director</p> <p>JOHN ANDREW BEVAN</p>		
<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 or in respect of a non-beneficial interest</p> <p>AS IN 2 ABOVE</p>	<p>4. Name of the registered holder(s) and, more than one holder, the number of shares held by each of them (if notified)</p> <p>JOHN ANDREW BEVAN</p>		
<p>5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)</p> <p>N/A</p>	<p>6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary</p> <p>EXERCISE OF ESOS 1995 SHARE OPTIONS</p>		
<p>7. Number of shares/amount of stock acquired</p> <p>6,000</p>	<p>8. Percentage of issued class</p> <p>LESS THAN 0.01%</p>	<p>9. Number of shares/amount of stock disposed</p> <p>N/A</p>	<p>10. Percentage of issued class</p> <p>N/A</p>

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11.	Class of security	12.	Price per share	13.	Date of transaction	14.	Date compa informed
	ORDINARY SHARES OF 25p EACH		722p		2 FEBRUARY 2005		2 FEBRUARY

15.	Total holding following this notification	16.	Total percentage holding of issued cl following this notification
	23,108 SHARES 451,293 OPTIONS		0.09%

If a director has been granted options by the company please complete the following boxes.

17.	Date of grant	18.	Period during which or date on which options exercisable
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19.	Total amount paid (if any) for grant of the option	20.	Description of shares or debentures involved: class, number
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21.	Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise	22.	Total number of shares or debentures which options held following this notification
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23.	Any additional information	24.	Name of contact and telephone number queries
			KAREN WESTON 01276 807388

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

KAREN WESTON, COMPANY SECRETARIAL ADMINISTRATOR  
Date of notification: 3 FEBRUARY 2005

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 3 FEBRUARY 2005  
AT 11.17 HRS UNDER REF: PRNUK-0302051116-C08E

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

1. Name of company	2. Name of director
THE BOC GROUP plc	JOHN LAWRENCE WALSH
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 or in respect of a non-beneficial interest	4. Name of the registered holder(s) and, more than one holder, the number of shares held by each of them (if notified)
AS IN 2 ABOVE	JOHN LAWRENCE WALSH
5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)	6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary
N/A	EXERCISE OF ESOS 1995 AND ESOS 1995 (J) OPTIONS AND SALE OF SHARES ACQUIRED UPON EXERCISE



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7.	Number of shares/amount of stock acquired	8.	Percentage of issued class	9.	Number of shares/amount of stock disposed	10.	Percentage issued class
	110,000		0.02%		110,000		0.02%

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11.	Class of security	12.	Price per share	13.	Date of transaction	14.	Date company informed
	ORDINARY SHARES OF 25p EACH		851p - 70,000 914p - 30,000 919p - 10,000 EXERCISE PRICES 983.89P - 110,000 SALE PRICE		2 FEBRUARY 2005		2 FEBRUARY

15.	Total holding following this notification	16.	Total percentage holding of issued class following this notification
	22,175 SHARES 517,407 OPTIONS		0.11%

If a director has been granted options by the company please complete the following boxes.

17.	Date of grant	18.	Period during which or date on which options exercisable

19.	Total amount paid (if any) for grant of the option	20.	Description of shares or debentures involved: class, number

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21.	Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise	22.	Total number of shares or debentures which options held following this notification
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23.	Any additional information	24.	Name of contact and telephone number queries
	N/A		KAREN WESTON 01276 807388

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

KAREN WESTON, COMPANY SECRETARIAL ADMINISTRATOR  
Date of notification: 3 FEBRUARY 2005

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 3 FEBRUARY 2005  
AT 15.15 HRS UNDER REF: PRNUK-0302051514-6F92

3 February 2005

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has today been notified of the disposal on 2 February 2005 of 28,466 Ordinary shares of 25p each in the Company at an exercise price of 851p per share by Ogier Trustee 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 option plans.

Following this disposal of 28,466 Ordinary shares, the Trustee now holds 5,434,284 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 5,434,284 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 3 FEBRUARY 2005  
AT 15.16 HRS UNDER REF: PRNUK-0302051516-BDBC

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

1.	Name of company	2.	Name of director
	THE BOC GROUP plc		KRISHNAMURTHY RAJAGOPAL
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 or in respect of a non-beneficial interest	4.	Name of the registered holder(s) and, more than one holder, the number of shares held by each of them (if notified)
	AS IN 2 ABOVE		N/A
5.	Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)	6.	Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary
	UPON EXERCISE, 7,250 SHARES WERE TRANSFERRED TO MRS USHA RAJAGOPAL (WIFE)		EXERCISE OF 25,000 ESOS 1995 OPTIONS; OF 14,000 SHARES BY DIRECTOR; TRANSFER OF 7,250 SHARES TO WIFE; SALE OF 3,500 SHARES BY WIFE; RETENTION OF 3,750 SHARES EACH BY DIRECTOR AND WIFE

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7.	Number of shares/amount of stock acquired	8.	Percentage of issued class	9.	Number of shares/amount of stock disposed	10.	Percentage issued class
	25,000		LESS THAN 0.1%		17,500		LESS THAN

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11.	Class of security	12.	Price per share	13.	Date of transaction	14.	Date completed
	ORDINARY SHARES OF 25p EACH		722p EXERCISE 984p SALE		3 FEBRUARY 2005		3 FEBRUARY

15.	Total holding following this notification	16.	Total percentage holding of issued class following this notification
	29,316 SHARES 684,760 OPTIONS		0.14%

If a director has been granted options by the company please complete the following boxes.

17.	Date of grant	18.	Period during which or date on which options exercisable
	N/A		N/A

19.	Total amount paid (if any) for grant of the option	20.	Description of shares or debentures involved: class, number

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N/A

N/A

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21.	Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise	22.	Total number of shares or debentures which options held following this notification
	N/A		N/A

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23.	Any additional information	24.	Name of contact and telephone number queries
	N/A		KAREN WESTON 01276 807388

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

KAREN WESTON, COMPANY SECRETARIAL ADMINISTRATOR  
Date of notification: 3 FEBRUARY 2005

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 18 FEBRUARY 2005  
AT 14.54 HRS UNDER REF: PRNUK-1802051453-BOA2

18 February 2005

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has today been notified of the disposal on:-

17 February 2005 of 9,513 Ordinary shares of 25p each in the Company at an exercise price of 937p per share; and

18 February 2005 of 6,762 Ordinary shares of 25p each at an exercise price of 980p per share

by Ogier Trustee 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 option plans.

Following this disposal of 16,275 Ordinary shares and the return of 14,206 shares that were transferred out of the Trust in error in January 2005, the Trustee now holds 5,432,215 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 5,432,215 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 25 FEBRUARY 2005  
AT 08.55 HRS UNDER REF: PRNUK-2502050854-053B

25 February 2005

Board change at The BOC Group

Julie Baddeley has resigned as a non-executive director of The BOC Group and as chairman of its remuneration committee with effect from 28 February 2005. Rob Margetts, chairman, said: 'I thank Julie for her contribution to BOC over the nearly four years she has served on the board and wish her well for the future'.

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Contact: Christopher Marsay, Director - Investor Relations  
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Tel: 01276 477222 (International +44 1276 477222)  
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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: March 1, 2005

By: /s/ Sarah Larkins  
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Name: Sarah Larkins  
Title: Assistant Company Secretary

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