

Edgar Filing: BOC GROUP PLC - Form 6-K

BOC GROUP PLC  
Form 6-K  
March 01, 2004

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 2004

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  
-----                    -----

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 3 February 2004 to advise that a copy of the First Quarter Results for the three months ended 31 December 2003 were available at the UKLA Document Viewing Facility.
2. A notification dated 3 February 2004 advising of the acquisition of 184 Ordinary shares in the Company by R G Mendoza, a director

## Edgar Filing: BOC GROUP PLC - Form 6-K

of the Company, under the Dividend Reinvestment Plan.

Page 1 of 38

3. A notification dated 3 February 2004 advising of the acquisition of 37 Ordinary shares in the Company by Sir Christopher J O'Donnell, a director of the Company, under the Dividend Reinvestment Plan.
4. A notification dated 4 February 2004 advising details of the exercise of an option by K Rajagopal, a director of the Company, under The BOC Group plc Senior Executive Share Option Scheme and the transfer of shares.
5. A notification dated 4 February 2004 advising details of the exercise of an option by K Rajagopal, a director of the Company, under the The BOC Group plc Share Purchase Plan and sale of shares.
6. A notification dated 4 February 2004 advising details of the exercise of an option by J L Walsh, a director of the Company, under The BOC Group plc Share Purchase Plan.
7. A notification dated 5 February 2004 advising details of the grant of options to A E Isaac, a director of the Company, under The BOC Group plc Long Term Incentive Plan.
8. A notification dated 5 February 2004 advising details of the grant of options to J A Bevan, a director of the Company, under The BOC Group plc Long Term Incentive Plan.
9. A notification dated 5 February 2004 advising details of the grant of options to K Rajagopal, a director of the Company, under The BOC Group plc Long Term Incentive Plan.
10. A notification dated 5 February 2004 advising details of the grant of options to R Medori, a director of the Company, under The BOC Group plc Long Term Incentive Plan.
11. A notification dated 5 February 2004 advising details of the grant of options to J L Walsh, a director of the Company, under The BOC Group plc Long Term Incentive Plan.
12. A notification dated 6 February 2004 advising of the acquisition of 10,000 shares in the Company by R G Mendoza, a director of the Company.
13. A notification dated 13 February 2004 advising details of the exercise of an option by R Medori, a director of the Company under The BOC Group plc Executive Share Option Scheme 1995 and sale of shares.
14. A notification dated 19 February 2004 advising that FMR Corp and Fidelity International Limited have a notifiable interest of 3.12% in the issued Ordinary share capital of The BOC Group plc.
15. A notification dated 20 February 2004 advising the sale by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995) of a total of 15,000 Ordinary shares in the Company in which the directors have a technical interest.
16. A notification dated 26 February 2004 advising the resignation of F R Arredondo as a non-executive director of The BOC Group plc and the appointment of G N Dawson as a non-executive director of The BOC Group plc.

Page 2 of 38

## Edgar Filing: BOC GROUP PLC - Form 6-K

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON 3 FEBRUARY 2004 AT 11.55 HRS UNDER REF: PRNUK-0302041153-2AB7

3 February 2004

THE BOC GROUP plc - NEWS RELEASE ON THE FIRST QUARTER RESULTS FOR THE THREE MONTHS ENDED 31 DECEMBER 2003

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

Tel.no. (0)20 7676 1000

Page 3 of 38

The BOC Group plc Announcement released to a Regulatory Information Service on 3 February 2004 at 17.04 hrs under  
Ref: PRNUK-0302041703-DCE6

### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

1. Name of company

THE BOC GROUP plc

2. Name of director

ROBERTO MENDOZA

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

IN RESPECT OF A HOLDING OF THE DIRECTOR IN 2 ABOVE

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

ROBERTO MENDOZA

Edgar Filing: BOC GROUP PLC - Form 6-K

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

Page 4 of 38

11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
ORDINARY SHARES OF 25P EACH	899P PER SHARE	2 FEBRUARY 2004	3 FEBRUARY 2004
15. Total holding following this notification	16. Total percentage holding of issued class following this notification		
10,947	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 of exercise	22. Total number of shares or debentures over which options held following this time notification
N/A	N/A
23. Any additional information	24. Name of contact and telephone number for queries
N/A	SARAH LARKINS 01276 807383
25. Name and signature of authorised company official responsible for making this notification	

Edgar Filing: BOC GROUP PLC - Form 6-K

SARAH LARKINS, ASSISTANT COMPANY SECRETARY

Date of notification \_3 February 2004\_\_\_\_\_

Page 5 of 38

The BOC Group plc Announcement released to a Regulatory Information Service on 3 February 2004 at 16.42 hrs under  
Ref: PRNUK-0302041641-5EDD

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

Page 6 of 38

Edgar Filing: BOC GROUP PLC - Form 6-K

11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
ORDINARY SHARES OF 25P EACH	899P PER SHARE	2 FEBRUARY 2004	3 FEBRUARY 2004

15. Total holding following this notification	16. Total percentage holding of issued class following this notification
2,216	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 over which options held following this notification
N/A	N/A
23. Any additional information	24. Name of contact and telephone number for queries
N/A	SARAH LARKINS 01276 807383
25. Name and signature of authorised company official responsible for making this notification	
SARAH LARKINS, ASSISTANT COMPANY SECRETARY	
Date of notification _3 February 2004_____	

Page 7 of 38

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 4 FEBRUARY 2004  
AT 17.31 HRS UNDER REF: PRNUK-0402041730-F069

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

Edgar Filing: BOC GROUP PLC - Form 6-K

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, if 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, 4,000 SHARES WERE TRANSFERRED TO MRS USHA RAJAGOPAL (WIFE)   |                                  | EXERCISE OF 7,400 OPTIONS UNDER SENIOR EXECUTIVE SHARE OPTION SCHEME; RETENTION OF 3,400 SHARES AND TRANSFER OF 4,000 SHARES TO WIFE                     |                                |
| 7. Number of shares/amount of stock acquired  | 8. Percentage of of issued class | 9. Number of shares/amount of stock disposed   | 10. Percentage of issued class |
| 7,400   | LESS THAN 0.1%                   | N/A  | N/A                            |
| 11. Class of security   |                                  | 12. Price per share  | 13. Date of transaction        |
| ORDINARY SHARES OF 25p EACH   |                                  | 677p OPTION  | 4 FEBRUARY 2004                |
|   |                                  |  | 14. Date company informed      |
|   |                                  |  | 4 FEBRUARY 2004                |
| 15. Total holding following this notification   |                                  | 16. Total percentage holding of issued class following this notification   |                                |
| 21,816 SHARES<br>592,387 OPTIONS  |                                  | 0.12%  |                                |

## Edgar Filing: BOC GROUP PLC - Form 6-K

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 over which options held following this notification |
| N/A  | N/A  |
| 23. Any additional information   | 24. Name of contact and telephone number for queries   |
| N/A  | KAREN WESTON 01276 807388  |
| 25. Name and signature of authorised company official responsible for making this notification             |  |
| KAREN WESTON, ADMINISTRATION ASSISTANT<br>Date of notification 4 FEBRUARY 2004                             |  |

Page 9 of 38

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 4 FEBRUARY 2004  
AT 17.28 HRS UNDER REF: PRNUK-0402041727-C117

### 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 | 4. Name of the registered holder(s) and, if more than one holder, the number of shares |



Edgar Filing: BOC GROUP PLC - Form 6-K

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

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

N/A

EXERCISE OF OPTIONS UNDER THE SHARE PURCHASE PLAN AND SALE OF SHARES

7. Number of shares/amount of stock acquired

8. Percentage of of issued class

9. Number of shares/amount of stock disposed

10. Percentage of issued class

7,600

LESS THAN 0.1%

7,600

LESS THAN 0.1%

Page 10 of 38

11. Class of security

12. Price per share

13. Date of transaction

14. Date company informed

ORDINARY SHARES OF 25p EACH

677p EXERCISE 880p SALE

4 FEBRUARY 2004

4 FEBRUARY 2004

15. Total holding following this notification

16. Total percentage holding of issued class following this notification

14,416 SHARES  
599,787 OPTIONS

0.12%

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

Edgar Filing: BOC GROUP PLC - Form 6-K

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 over which options held following this notification
N/A	N/A
23. Any additional information	24. Name of contact and telephone number for queries
N/A	KAREN WESTON 01276 807388
25. Name and signature of authorised company official responsible for making this notification	
KAREN WESTON, ADMINISTRATION ASSISTANT	
Date of notification 4 FEBRUARY 2004	

Page 11 of 38

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 4 FEBRUARY 2004  
AT 17.26 HRS UNDER REF: PRNUK-0402041724-58B2

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, if 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
N/A	EXERCISE OF OPTIONS UNDER THE SHARE PURCHASE PLAN AND SALE OF SHARES

Edgar Filing: BOC GROUP PLC - Form 6-K

7. Number of shares/amount of stock acquired	8. Percentage of of issued class	9. Number of shares/amount of stock disposed	10. Percentage of issued class
4,104	LESS THAN 0.01%	N/A	N/A

Page 12 of 38

11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
ORDINARY SHARES OF 25p EACH	6.77p OPTION	4 FEBRUARY 2004	4 FEBRUARY 2004

  

15. Total holding following this notification	16. Total percentage holding of issued class following this notification
22,175 SHARES 520,034 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
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 over which options held following this notification
N/A	N/A
23. Any additional information	24. Name of contact and telephone number for queries
N/A	KAREN WESTON 01276 807388
25. Name and signature of authorised company official responsible for making this notification	
KAREN WESTON, ADMINISTRATION ASSISTANT Date of notification 4 FEBRUARY 204	

THE BOC GROUP PLC ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE AT  
15.14 HRS ON 5 FEBRUARY 2004 UNDER REF NO.

PRNUK-0502041514-6E06

SCHEDULE 11

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>ANTHONY ERIC ISAAC</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>IN RESPECT OF A HOLDING OF THE DIRECTOR IN 2 ABOVE</p>	<p>4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)</p> <p>ANTHONY ERIC ISAAC</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>LONG TERM INCENTIVE PLAN GRANT</p>		
<p>7. Number of shares/amount of stock acquired</p> <p>N/A</p>	<p>8. Percentage of of issued class</p> <p>N/A</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>

Edgar Filing: BOC GROUP PLC - Form 6-K

11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
ORDINARY SHARES OF 25P EACH	N/A	4 FEBRUARY 2004	4 FEBRUARY 2004

15. Total holding following this notification	16. Total percentage holding of issued class following this notification
N/A	N/A

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
4 FEBRUARY 2004	4 FEBRUARY 2007 SUBJECT TO PERFORMANCE CONDITIONS

19. Total amount paid (if any) for grant of the option	20. Description of shares or debentures involved: class, number
N/A	151,520 ORDINARY SHARES OF 25P EACH GRANTED UNDER THE BOC GROUP LONG TERM INCENTIVE PLAN

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 over which options held following this notification
OPTIONS GRANTED AT NIL COST	1,454,211

23. Any additional information	24. Name of contact and telephone number for queries
The options, granted under The BOC Group Long Term Incentive Plan may be satisfied by a new issue of shares to the director or by a transfer of shares from The BOC Group plc Employee Share Trust (1995). The Trust has the right to subscribe the number of shares required to satisfy the option.	JOY BALDRY 01276 807649

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

JOY BALDRY, COMPANY SECRETARIAL ASSISTANT  
Date of notification 5 FEBRUARY 2004\_\_\_\_\_

Edgar Filing: BOC GROUP PLC - Form 6-K

THE BOC GROUP PLC ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE AT  
15.26 HRS ON 5 FEBRUARY 2004 UNDER REF NO.

PRNUK-0502041526-86C2

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 ANDREW BEVAN  |  |                                |
| 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, if 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  | JOHN ANDREW BEVAN  |  |                                |
| 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   | LONG TERM INCENTIVE PLAN GRANT   |  |                                |
| 7. Number of shares/amount of stock acquired  | 8. Percentage of of issued class   | 9. Number of shares/amount of stock disposed | 10. Percentage of issued class |
| N/A   | N/A  | N/A  | N/A                            |
| 11. Class of  | 12. Price per  | 13. Date of                                  | 14. Date                       |

Page 17 of 38

security

share

transaction

company

Edgar Filing: BOC GROUP PLC - Form 6-K

informed

ORDINARY SHARES  
OF 25P EACH

N/A

4 FEBRUARY 2004

4 FEBRUARY 2004

15. Total holding following this notification

16. Total percentage holding of issued class following this notification

N/A

N/A

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

4 FEBRUARY 2004

4 FEBRUARY 2007 SUBJECT TO PERFORMANCE CONDITIONS

19. Total amount paid (if any) for grant of the option

20. Description of shares or debentures involved: class, number

N/A

56,831 ORDINARY SHARES OF 25P EACH GRANTED UNDER THE BOC GROUP LONG TERM INCENTIVE PLAN

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 over which options held following this notification

OPTIONS GRANTED AT NIL COST

402,057

23. Any additional information

24. Name of contact and telephone number for queries

The options, granted under The BOC Group Long Term Incentive Plan may be satisfied by a new issue of shares to the director or by a transfer of shares from The BOC Group plc Employee Share Trust (1995). The Trust has the right to subscribe the number of shares required to satisfy the option.

JOY BALDRY 01276 807649

Page 18 of 38

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

JOY BALDRY, COMPANY SECRETARIAL ASSISTANT

Date of notification 5 FEBRUARY 2004\_\_\_\_\_

Page 19 of 38

Edgar Filing: BOC GROUP PLC - Form 6-K

THE BOC GROUP PLC ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE AT  
15.31 HRS ON 5 FEBRUARY 2004 UNDER REF NO.

PRNUK-0502041531-1F9E

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, if 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	KRISHNAMURTHY RAJAGOPAL		
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	LONG TERM INCENTIVE PLAN GRANT		
7. Number of shares/amount of stock acquired	8. Percentage of of issued class	9. Number of shares/amount of stock disposed	10. Percentage of issued class
N/A	N/A	N/A	N/A

Page 20 of 38

11. Class of security	12. Price per share	13. Date of transaction	14. Date company
-----------------------	---------------------	-------------------------	------------------



Edgar Filing: BOC GROUP PLC - Form 6-K

informed

ORDINARY SHARES  
OF 25P EACH

N/A

4 FEBRUARY 2004

4 FEBRUARY 2004

15. Total holding following this notification

16. Total percentage holding of issued class following this notification

N/A

N/A

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

4 FEBRUARY 2004

4 FEBRUARY 2007 SUBJECT TO PERFORMANCE CONDITIONS

19. Total amount paid (if any) for grant of the option

20. Description of shares or debentures involved: class, number

N/A

59,810 ORDINARY SHARES OF 25P EACH GRANTED UNDER THE BOC GROUP LONG TERM INCENTIVE PLAN

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 over which options held following this notification

OPTIONS GRANTED AT NIL COST

652,197

23. Any additional information

24. Name of contact and telephone number for queries

The options, granted under The BOC Group Long Term Incentive Plan may be satisfied by a new issue of shares to the director or by a transfer of shares from The BOC Group plc Employee Share Trust (1995). The Trust has the right to subscribe the number of shares required to satisfy the option.

JOY BALDRY 01276 807649

Page 21 of 38

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

JOY BALDRY, COMPANY SECRETARIAL ASSISTANT

Date of notification 5 FEBRUARY 2004\_\_\_\_\_

Page 22 of 38

Edgar Filing: BOC GROUP PLC - Form 6-K

THE BOC GROUP PLC ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE AT  
15.53 HRS ON 5 FEBRUARY 2004 UNDER REF NO.

PRNUK-0502041553-E5F4

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   | RENE MEDORI  |  |                                |
| 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, if 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  | RENE MEDORI  |  |                                |
| 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   | LONG TERM INCENTIVE PLAN GRANT   |  |                                |
| 7. Number of shares/amount of stock acquired  | 8. Percentage of of issued class   | 9. Number of shares/amount of stock disposed | 10. Percentage of issued class |
| N/A   | N/A  | N/A  | N/A                            |

Page 23 of 38

- |                       |                     |                         |                  |
|-----------------------|---------------------|-------------------------|------------------|
| 11. Class of security | 12. Price per share | 13. Date of transaction | 14. Date company |
|-----------------------|---------------------|-------------------------|------------------|

Edgar Filing: BOC GROUP PLC - Form 6-K

informed

ORDINARY SHARES  
OF 25P EACH

N/A

4 FEBRUARY 2004

4 FEBRUARY 2004

15. Total holding following this notification

16. Total percentage holding of issued class following this notification

N/A

N/A

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

4 FEBRUARY 2004

4 FEBRUARY 2007 SUBJECT TO PERFORMANCE CONDITIONS

19. Total amount paid (if any) for grant of the option

20. Description of shares or debentures involved: class, number

N/A

62,660 ORDINARY SHARES OF 25P EACH GRANTED UNDER THE BOC GROUP LONG TERM INCENTIVE PLAN

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 over which options held following this notification

OPTIONS GRANTED AT NIL COST

564,808

23. Any additional information

24. Name of contact and telephone number for queries

The options, granted under The BOC Group Long Term Incentive Plan may be satisfied by a new issue of shares to the director or by a transfer of shares from The BOC Group plc Employee Share Trust (1995). The Trust has the right to subscribe the number of shares required to satisfy the option.

JOY BALDRY 01276 807649

Page 24 of 38

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

JOY BALDRY, COMPANY SECRETARIAL ASSISTANT

Date of notification 5 FEBRUARY 2004\_\_\_\_\_

Page 25 of 38

Edgar Filing: BOC GROUP PLC - Form 6-K

THE BOC GROUP PLC ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE AT  
15.57 HRS ON 5 FEBRUARY 2004 UNDER REF NO.

PRNUK-0502041557-69DA

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, if 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		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		LONG TERM INCENTIVE PLAN GRANT	
7. Number of shares/amount of stock acquired	8. Percentage of of issued class	9. Number of shares/amount of stock disposed	10. Percentage of issued class
N/A	N/A	N/A	N/A
11. Class of	12. Price per	13. Date of	14. Date

Page 26 of 38

11. security                      12. share                      transaction                      company

Edgar Filing: BOC GROUP PLC - Form 6-K

informed

ORDINARY SHARES  
OF 25P EACH

N/A

4 FEBRUARY 2004

4 FEBRUARY 2004

15. Total holding following this notification

16. Total percentage holding of issued class following this notification

N/A

N/A

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

4 FEBRUARY 2004

4 FEBRUARY 2007 SUBJECT TO PERFORMANCE CONDITIONS

19. Total amount paid (if any) for grant of the option

20. Description of shares or debentures involved: class, number

N/A

59,810 ORDINARY SHARES OF 25P EACH GRANTED UNDER THE BOC GROUP LONG TERM INCENTIVE PLAN

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 over which options held following this notification

OPTIONS GRANTED AT NIL COST

579,844

23. Any additional information

24. Name of contact and telephone number for queries

The options, granted under The BOC Group Long Term Incentive Plan may be satisfied by a new issue of shares to the director or by a transfer of shares from The BOC Group plc Employee Share Trust (1995). The Trust has the right to subscribe the number of shares required to satisfy the option.

JOY BALDRY 01276 807649

Page 27 of 38

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

JOY BALDRY, COMPANY SECRETARIAL ASSISTANT

Date of notification 5 FEBRUARY 2004\_\_\_\_\_

Page 28 of 38

# Edgar Filing: BOC GROUP PLC - Form 6-K

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON  
6 FEBRUARY 2004 AT 11.40 HRS UNDER REF: PRNUK-0602041138-B19B

## 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   | ROBERTO GONZALES MENDOZA   |  |                                |
| 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, if more than one holder, the number of shares held by each of them (if notified)                                |  |                                |
| AS IN 2 ABOVE   | ROBERTO GONZALES MENDOZA   |  |                                |
| 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   |  |                                |
| 7. Number of shares/amount of stock acquired  | 8. Percentage of of issued class   | 9. Number of shares/amount of stock disposed | 10. Percentage of issued class |
| 10,000  | LESS THAN 0.1%   | N/A  | N/A                            |
| 11. Class of security   | 12. Price per share  | 13. Date of transaction                      | 14. Date company               |

Page 29 of 38

informed

Edgar Filing: BOC GROUP PLC - Form 6-K

ORDINARY SHARES                      879.25P                                      4 FEBRUARY 2004                      5 FEBRUARY 2004  
OF 25p EACH

15. Total holding following this notification    16. Total percentage holding of issued  
class following this notification

20,947 SHARES                                      LESS THAN 0.1%

Page 30 of 38

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 over which options held following this notification
N/A	N/A
23. Any additional information	24. Name of contact and telephone number for queries
N/A	KAREN WESTON 01276 807388
25. Name and signature of authorised company official responsible for making this notification	
KAREN WESTON, ADMINISTRATION ASSISTANT Date of notification 6 FEBRUARY 2004	

Page 31 of 38

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 13 FEBRUARY 2004  
AT 14.47 HRS UNDER REF: PRNUK-1302041446-E7FE

Edgar Filing: BOC GROUP PLC - Form 6-K

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	RENE MEDORI		
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, if more than one holder, the number of shares held by each of them (if notified)		
AS IN 2 ABOVE	RENE MEDORI		
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 OPTIONS HELD UNDER THE EXECUTIVE SHARE OPTIONS SCHEME 1995 AND SALE OF SHARES		
7. Number of shares/amount of stock acquired	8. Percentage of of issued class	9. Number of shares/amount of stock disposed	10. Percentage of issued class
15,000	LESS THAN 0.01%	15,000	LESS THAN 0.01%

Page 32 of 38

11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
ORDINARY SHARES OF 25p EACH	722p EXERCISE 924.68p SALE	13 FEBRUARY 2004	13 FEBRUARY 2004
15. Total holding following this notification	16. Total percentage holding of issued class following this notification		



Edgar Filing: BOC GROUP PLC - Form 6-K

16,772 SHARES  
549,808 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                                 |
| 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 over which options held following this notification |
| N/A  | N/A  |
| 23. Any additional information   | 24. Name of contact and telephone number for queries   |
| N/A  | KAREN WESTON 01276 807388  |
| 25. Name and signature of authorised company official responsible for making this notification             |  |
| KAREN WESTON, ADMINISTRATION ASSISTANT<br>Date of notification 6 FEBRUARY 2004                             |  |

Page 33 of 38

The BOC Group plc Announcement released to a Regulatory Information Service  
On 19 February 2004 at 16.04 hrs under  
Ref: PRNUK-1902041604-F970

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   | FMR Corp and Fidelity International Limited  |
| 3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect | 4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of the |

Edgar Filing: BOC GROUP PLC - Form 6-K

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

See additional information

Notification in respect of party named in 2 above.

- |  |                               |   |                               |
|--|-------------------------------|---|-------------------------------|
| 5. Number of shares/amount of stock acquired   | 6. Percentage of issued class | 7. Number of shares/ amount of stock disposed                       | 8. Percentage of issued class |
| 9. Class of security   |                               | 10. Date of transaction   | 11. Date company informed     |
| Ordinary shares of 25p each  |                               | 18 February 2004  | 19 February 2004              |
| 12. Total holding following this notification  |                               | 13. Total percentage holding of issued class following notification |                               |
| 15,498,495   |                               | 3.12%   |                               |
| 14. Any additional information   |                               | 15. Name of contact and telephone number for queries                |                               |
| In a letter dated 18 February 2004 and received on 19 February 2004 The BOC Group plc has been Assistant Company notified that FMR Corp and Fidelity Investments Limited have a 3.12% notifiable interest in the issued Ordinary share capital of the Company. |                               | Sarah Larkins<br>Secretary<br>01276 807383                          |                               |
| Neither FMR Corp nor Fidelity Investments Limited own shares for their own account. The shares are held by Fidelity on behalf of their clients.  |                               |   |                               |

Page 34 of 38

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

Sarah Larkins

Date of notification \_\_\_19 February 2004\_\_\_\_\_

Page 35 of 38

## Edgar Filing: BOC GROUP PLC - Form 6-K

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 20 FEBRUARY 2004  
AT 14.22 HRS UNDER REF: PRNUK-2002041420-9710

20 February 2004

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the disposal on 17 February 2004 of 15,000 Ordinary shares of 25p each in the Company at a sale price of 938.5p 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 15,000 Ordinary shares, the Trustee now holds 4,996,427 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 4,996,427 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 36 of 38

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 26 FEBRUARY 2004  
AT 10:00 HRS UNDER REF: PRNUK-2602040938-D9A4

26 February 2004

Board changes at The BOC Group

Guy Dawson appointed non-executive director. Fabiola Arredondo resigns.

Guy Dawson is appointed a non-executive director of The BOC Group plc with effect from 1 March 2004.

Mr Dawson was until last year chairman of European investment banking at Merrill Lynch. Before joining Merrill Lynch in 1995 he held senior positions in Morgan Grenfell and Deutsche Bank. He is a partner in Tricorn, an independent corporate advisory business that he co-founded in 2003, and he is also a non-executive director of Boots Group Plc.

Edgar Filing: BOC GROUP PLC - Form 6-K

Fabiola Arredondo, a non-executive director since 2001, resigns with effect from 28 February 2004. Ms Arredondo recently moved to California and has decided not to continue as a non-executive director owing to the additional travel and increased professional demands on her time.

Rob Margetts, chairman of The BOC Group said: "I am delighted to welcome Guy Dawson to our board with his broad mix of investment banking experience and business skills. I would like to thank Fabiola Arredondo for her contribution to BOC; she has contributed much to our discussions and our decision-making. I wish her well in her future career."

Contact: Christopher Marsay, Director - Investor Relations

Tel: 01276 477222 (International +44 1276 477222)

Page 37 of 38

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, 2004

By: /s/ Sarah Larkins

-----

Name: Sarah Larkins

Title: Assistant Company Secretary

Page 38 of 38