

Edgar Filing: BOC GROUP PLC - Form 6-K

BOC GROUP PLC  
Form 6-K  
December 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 November 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        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:

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 8 November 2004 advising that FMR Corp and Fidelity Investments Limited no longer have a notifiable interest in the issued Ordinary Share Capital of the Company.

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2. A notification dated 12 November 2004 advising that The BOC Group plc will be announcing its Preliminary Results on Thursday 18 November 2004.
3. A notification dated 12 November 2004 advising of the lapse of an option over 301 Ordinary shares under the Company's Australian Savings Related Share Option Scheme and the grant of an option over 1,879 Ordinary shares under the Company's Australian Savings Related Share Option Scheme by J A Bevan, a director of the Company.
4. A notification dated 18 November 2004 to advise that a copy of the Preliminary Results for the year ended 30 September 2004, were available at the UKLA Document Viewing Facility.
5. A notification dated 22 November 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.
6. A notification dated 22 November 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.
7. A notification dated 22 November 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.
8. A notification dated 22 November 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 22 November 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.
10. A notification dated 24 November 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.
11. A notification dated 26 November 2004 advising of the purchase by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995) of a total of 750,000 Ordinary shares in the Company in which the directors have a technical interest.
12. A notification dated 29 November 2004 advising of the exercise of an option over 50,000 Ordinary shares under the Executive Share Option Scheme by A E Isaac, a director of the Company and subsequent transfer of 50,000 Ordinary shares to Mrs J Isaac and sale of 50,000 Ordinary shares by Mrs J Isaac, the director's wife.
13. A notification dated 30 November 2004 advising a revision to the terms of the disposal of Afrox Healthcare by African Oxygen Limited.

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 8 NOVEMBER 2004  
AT 15.14 HRS UNDER REF: PRNUK-0811041513-1FEB

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  
The BOC Group plc

2. Name of shareholder having a major interest  
FMR Corp and Fidelity International

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3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

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

Notification in respect of party named in 2 above.

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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. Percentage of class

---

9. Class of security  
Ordinary shares of 25p each

10. Date of transaction  
5 November 2004

11. Date of notification  
8 November 2004

---

12. Total holding following this notification  
14,370,027

13. Total percentage holding of issued class following this notification  
2.88%

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14. Any additional information

The BOC Group plc had previously been advised that pursuant to s198 of the Companies Act, FMR Corp and Fidelity Investments Limited had an interest of 3.18% in the issued Ordinary shares of the Company.

In a letter dated 5 November 2004 The BOC Group plc has been notified that FMR Corp and Fidelity Investments Limited no longer have a notifiable interest in the issued Ordinary share capital of the Company, such interest now being 2.88%.

15. Name of contact and telephone number

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 8 November 2004

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 12 NOVEMBER 2004  
AT 10.30 HRS UNDER REF: PRNUK-1211041029-62F6

12 November 2004

The BOC Group plc - Preliminary Results

The BOC Group plc will be announcing its results for the year ended 30 September 2004 on Thursday 18 November 2004.

Contact: Christopher Marsay, Director - Investor Relations  
The BOC Group, Windlesham, UK  
Telephone 01276 477222 (International +44 1276 477222)

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
 ON 12 NOVEMBER 2004  
 AT 11.07 HRS UNDER REF: PRNUK-1211041106-E3CD

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>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>LAPSE AND GRANT OF AUSTRALIAN SAYE OPT</p>

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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
					301 OPTIONS		Less than

11.	Class of security	12.	Price per share	13.	Date of transaction	14.	Date completed
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	ORDINARY SHARES OF 25P EACH		8.70P		13 JANUARY 2004		11 NOVEMBER
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15.	Total holding following this notification	16.	Total percentage holding of issued class following this notification
	17,108 SHARES 400,718 OPTIONS		0.08%

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
	1 APRIL 2004		1 MAY 2009

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19. Total amount paid (if any) for grant of the option	20. Description of shares or debentures involved: class, number
-----	-----
-----	1,879 OPTIONS OVER ORDINARY SHARES OF EACH
-----	-----
-----	-----
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
-----	-----
7.95P PER SHARE	17,108 SHARES 402,597 OPTIONS
-----	-----
-----	-----
23. Any additional information	24. Name of contact and telephone number queries
-----	-----
-----	KAREN WESTON 01276 807388
-----	-----
-----	-----
25. Name and signature of authorised company official responsible for making this notification	
KAREN WESTON, COMPANY SECRETARIAL ADMINISTRATOR	
Date of notification 12 NOVEMBER 2004	
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The BOC Group plc Announcement released to a Regulatory Information Service at 11.10hrs on 18 November 2004 under ref no PRNUK-1811041110-35BD

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THE BOC GROUP plc - NEWS RELEASE ON THE PRELIMINARY RESULTS FOR THE YEAR ENDED  
30 SEPTEMBER 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

Tel.no. (0)20 7676 1000

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 22 NOVEMBER 2004  
AT 17.34 HRS UNDER REF: PRNUK-2211041733-5EB0

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

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

IN RESPECT OF A HOLDING OF THE DIRECTOR IN 2  
ABOVE

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

KRISHNAMURTHY RAJAGOPAL



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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 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 security	12.	Price per share	13.	Date of transaction	14.	Date compensation informed
	ORDINARY SHARES OF 25P EACH		N/A		19 NOVEMBER 2004		22 NOVEMBER 2004

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

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

<p>17. Date of grant</p> <p>19 NOVEMBER 2004</p>	<p>18. Period during which or date on which options exercisable</p> <p>19 NOVEMBER 2007 SUBJECT TO PERFORMANCE CONDITIONS</p>
<p>19. Total amount paid (if any) for grant of the option</p> <p>N/A</p>	<p>20. Description of shares or debentures involved: class, number</p> <p>57,563 ORDINARY SHARES OF 25P EACH GRANTED UNDER THE BOC GROUP LONG TERM INCENTIVE PLAN</p>
<p>21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise</p> <p>OPTIONS GRANTED AT NIL COST</p>	<p>22. Total number of shares or debentures which options held following this notification</p> <p>709,760</p>
<p>23. Any additional information</p> <p>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.</p>	<p>24. Name of contact and telephone number queries</p> <p>KAREN WESTON 01276 807388</p>

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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: 22 NOVEMBER 2004  
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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 22 NOVEMBER 2004  
AT 17.32 HRS UNDER REF: PRNUK-2211041731-221D

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  
-----  
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  
-----  
IN RESPECT OF A HOLDING OF THE DIRECTOR IN 2 ABOVE  
-----  
4. Name of the registered holder(s) and, more than one holder, the number of shares held by each of them (if notified)  
-----  
RENE MEDORI  
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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 issued class	9. Number of shares/amount of stock disposed	10. Percentage of issued class
N/A	N/A	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	N/A	19 NOVEMBER 2004	22 NOVEMBER 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
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19 NOVEMBER 2004

19 NOVEMBER 2007 SUBJECT TO PERFORMANCE CONDITIONS

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

N/A

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

67,127 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

OPTIONS GRANTED AT NIL COST

22. Total number of shares or debentures which options held following this notification

616,935

23. Any additional information

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.

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

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KAREN WESTON, COMPANY SECRETARIAL ADMINISTRATOR  
Date of notification: 22 NOVEMBER 2004

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 22 NOVEMBER 2004  
AT 17.30 HRS UNDER REF: PRNUK-2211041729-FF7C

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

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

IN RESPECT OF A HOLDING OF THE DIRECTOR IN 2 ABOVE

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

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

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N/A

LONG TERM INCENTIVE PLAN GRANT

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
	N/A		N/A		N/A		N/A

11.	Class of security	12.	Price per share	13.	Date of transaction	14.	Date compensation informed
	ORDINARY SHARES OF 25P EACH		N/A		19 NOVEMBER 2004		22 NOVEMBER

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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
	19 NOVEMBER 2004		19 NOVEMBER 2007 SUBJECT TO PERFORMANCE CONDITIONS

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<p>19. Total amount paid (if any) for grant of the option</p> <p>N/A</p>	<p>20. Description of shares or debentures involved: class, number</p> <p>57,563 ORDINARY SHARES OF 25P EACH GR UNDER THE BOC GROUP LONG TERM INCENTI</p>
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<p>21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise</p> <p>OPTIONS GRANTED AT NIL COST</p>	<p>22. Total number of shares or debentures which options held following this notification</p> <p>637,407</p>
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<p>23. Any additional information</p> <p>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.</p>	<p>24. Name of contact and telephone number queries</p> <p>KAREN WESTON 01276 807388</p>
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<p>25. Name and signature of authorised company official responsible for making this notification</p> <p>KAREN WESTON, COMPANY SECRETARIAL ADMINISTRATOR Date of notification: 22 NOVEMBER 2004</p>	
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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 22 NOVEMBER 2004  
AT 17.28 HRS UNDER REF: PRNUK-2211041727-DB22

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, 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

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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
	N/A		N/A		N/A		N/A

11.	Class of security	12.	Price per share	13.	Date of transaction	14.	Date completed
	ORDINARY SHARES OF 25P EACH		N/A		19 NOVEMBER 2004		22 NOVEMBER 2004

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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
	19 NOVEMBER 2004		19 NOVEMBER 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

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N/A

54,696 ORDINARY SHARES OF 25P EACH GR  
UNDER THE BOC GROUP LONG TERM INCENTIV

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
	OPTIONS GRANTED AT NIL COST		457,293

23.	Any additional information	24.	Name of contact and telephone number 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.		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: 22 NOVEMBER 2004

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 22 NOVEMBER 2004  
AT 17.27 HRS UNDER REF: PRNUK-2211041726-AF62

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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		ANTHONY ERIC ISAAC				
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		ANTHONY ERIC ISAAC				
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 issued class	9.	Number of shares/amount of stock disposed	10.	Percentage of issued class
	N/A		N/A		N/A		N/A

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11.	Class of security	12.	Price per share	13.	Date of transaction	14.	Date completed or informed
	ORDINARY SHARES OF 25P EACH		N/A		19 NOVEMBER 2004		22 NOVEMBER 2004

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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
	19 NOVEMBER 2004		19 NOVEMBER 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		153,502 ORDINARY SHARES OF 25P EACH GRANTED UNDER THE BOC GROUP LONG TERM INCENTIVE PLAN

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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
	OPTIONS GRANTED AT NIL COST		1,562,713

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23.	Any additional information	24.	Name of contact and telephone number 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.		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: 22 NOVEMBER 2004

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 24 NOVEMBER 2004  
AT 16.40 HRS UNDER REF: PRNUK-2411041640-601C

24 November 2004

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the disposal on 24 November 2004 of 15,000 Ordinary shares of 25p each in the Company at an exercise price

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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 15,000 Ordinary shares, the Trustee now holds 4,866,855 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 4,866,855 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 26 NOVEMBER 2004  
AT 14.55 HRS UNDER REF: PRNUK-2611041455-D8B8

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc has been notified of the purchase on 26 November 2004 of 750,000 The BOC Group plc Ordinary shares of 25p each at a purchase price of 939p per share by Ogier Trustee Limited for The BOC Group plc Employee Share Trust (1995). This Trust was established for the purpose of satisfying the exercise, in due course, of awards made under senior executive incentive plans.

Each of the directors of The BOC Group plc, who is an employee, is a potential beneficiary under the Trust and therefore for Companies Act purposes is regarded as interested in all of these Ordinary shares. Despite the technical interest in all the Ordinary shares each director will only be entitled to receive Ordinary shares from the Trust to the extent that awards are made to him in respect of these Ordinary shares.

Awards made to directors under the incentive plans have previously been notified, most recently on 24 November 2004.

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 29 NOVEMBER 2004  
AT 15.24 HRS UNDER REF: PRNUK-2911041522-5C2C

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

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All relevant boxes should be completed in block capital letters.

1. Name of company		2. Name of director	
THE BOC GROUP plc		ANTHONY ERIC ISAAC	
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)	
DIRECTOR AS IN 2 ABOVE AND SPOUSE		ANTHONY ERIC ISAAC AND JANICE ISAAC	
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	
JANICE ISAAC (WIFE)		EXERCISE OF EXECUTIVE SHARE OPTION, TRANSFER OF SHARES TO WIFE AND SALE OF SHARES BY	
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
50,000	0.01%	50,000	0.01%



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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 EXERCISE 946P SALE		29 NOVEMBER 2004		29 NOVEMBE

15.	Total holding following this notification	16.	Total percentage holding of issued cl following this notification
	8,057 SHARES 1,512,713 OPTIONS		0.21%

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

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

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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: 29 NOVEMBER 2004  
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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 30 NOVEMBER 2004  
AT 13:44 HRS UNDER REF: PRNUK-3011041343-417A

30 November 2004

African Oxygen Limited today issued the following announcement to the  
Johannesburg Stock Exchange.

REVISED TERMS FOR BEE TRANSACTION - AFROX TO INVEST 25% IN BIDCO

African Oxygen Limited (Afrox) today announced that it would replace Medi-Clinic as the 25% shareholder in Bidco, the black empowerment consortium which has agreed to purchase AHealth. In an agreement announced between Afrox, AHealth, Bidco and MediClinic, MediClinic have agreed to terminate its involvement with Bidco on all levels. The previous shareholders agreement and the disposal agreement whereby MediClinic were to have acquired certain AHealth beds have been cancelled with immediate effect.

All parties have worked together to find a solution to facilitate the satisfactory outcome of the Bidco transaction. The revised proposal involves the introduction of new BEE funders and the commitment by Afrox to invest in Bidco. Bidco was incorporated solely for the purpose of acquiring the issued share capital of AHealth. A consortium of Black Economic Empowerment investors ("Beeco"), led by Brimstone ("Brimstone") and Mvelaphanda Strategic Investments ("Mvelaphanda") will together, directly or indirectly, hold 75% of the ordinary issued shares of Bidco; Afrox will hold the remaining 25%.

Afrox will distribute the net proceeds from the disposal of its 69% shareholding in AHealth to its shareholders. In a separate transaction, on the operative date of the Shareholder Scheme, Afrox will subscribe for further shares in, and

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advance loans to Bidco in an amount of R 375 million.

Commenting on this revised deal, Afrox CEO Rick Hogben, said: "It became clear to us that continued opposition to the deal could be protracted and would not be in anyone's interests. We have found a solution, acceptable to all parties, which enables us to continue to pursue this landmark BEE transaction, which is particularly important in the context of the anticipated Healthcare Charter."

Hogben continued: "The healthcare business needs to be protected; this has been a difficult period for all our staff and doctors and we value their continued hard work and loyalty. Afrox continues to believe that a deal which provides AHealth with a BEE partner is a significant advantage in remaining competitive and well-positioned to pursue new investment opportunities in the healthcare sector, both locally and internationally. With the evolving South African national healthcare system, an empowered AHealth will be ideally positioned for growth and profitability."

Any continued interference with the transaction can only be indicative of an effort to interfere with black economic empowerment, as all other grounds for objection have now been removed.

Commenting on the revised deal, Prof Jakes Gerwel, Chairman of Bidco and Brimstone Investment Corporation said:

"All parties have worked steadily to find an acceptable solution. The provision of funding is moving ahead as planned, and Bidco is hopeful of having all of the issues pertaining to independent funding in place before the Tribunal reconvenes in January 2005."

Gerwel continued: "We look forward to working within the revised shareholding structure. We welcome Afrox's reinvestment as it facilitates the conclusion of the transaction. It is also our intention to bring our

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supporting doctors in as shareholders in AHealth, once this deal has been finalised and settled, in a manner yet to be determined. It is important to us to have the interest and support of our Doctors."

Afrox's original decision to dispose of its entire shareholding in AHealth, was based on the fact that Afrox had derived substantial growth from AHealth and its belief that the healthcare business had attained the requisite scale and level of sophistication such that operating as an autonomous empowered entity would enable it to pursue its own growth initiatives without restriction. Afrox firmly believes this still holds true.

Afrox, AHealth and Bidco have also agreed to further extend the Merger Agreement and the date for fulfillment of the Competition Condition in the Shareholder Scheme and of the Shareholder Scheme Condition in the Employee Scheme to 23 January 2005. Provided that Bidco's funding is in place by that date, there will be a further extension to enable the Competition Tribunal to make its decision.

An application has been brought in the South African High Court by two shareholders in AHealth to have the Scheme of Arrangement declared to have lapsed. This application, which is being opposed, is currently due to be heard in the week commencing 29 November 2004. The parties hope that following the announcement of this revised transaction, the applicants will withdraw their application.

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Dr Jackie Mphafudi, Chairman of Mvelaphanda Strategic Investments, expects the Competition Tribunal to approve the acquisition of Ahealth: "This new arrangement brings no material change, other than significant empowerment ownership, to the healthcare industry. With the Healthcare Charter that is in the process of being formulated, this is a welcome development and a landmark deal. Any possible intervening party will now only be trying to feather its own nest."

Hogben concluded, "I extend my appreciation to Bidco, Mediclinic and Afrox stakeholders for their commitment to finding a workable solution for this deal."

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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: December 1, 2004

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

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