

Edgar Filing: BOC GROUP PLC - Form 6-K

BOC GROUP PLC  
Form 6-K  
October 03, 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 September 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  
      -----

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 2 September 2005 advising of the disposal by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995), of a total of 13,704 Ordinary shares in the Company in which the directors have a technical interest.

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

2. A notification dated 5 September 2005 advising of the acquisition of G Van Dongen Holdings BV, a European Temperature-controlled transport operator comprising seven companies in the Netherlands and Spain, by Gist Limited, part of The BOC Group.
3. A notification dated 5 September 2005 advising of the disposal by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995), of a total of 10,450 Ordinary shares in the Company in which the directors have a technical interest.
4. A notification dated 9 September 2005 confirming that there is no further disclosure to be made under Listing rule 9.6.13 in relation to the appointment of A M Ferguson as a director of The BOC Group plc.
5. A notification dated 9 September 2005 advising of the disposal by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995), of a total of 2,804 Ordinary shares in the Company in which the directors have a technical interest.
6. A notification dated 16 September 2005 advising details of the grant of 48,077 Ordinary shares in the Company as a Special Grant of Restricted Shares and the grant of an option over 76,106 Ordinary Shares in the Company under The BOC Group plc Long Term Incentive Plan to A M Ferguson, a director of the Company.
7. A notification dated 16 September 2005 advising of the purchase by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995), of a total of 48,077 Ordinary shares in the Company in which the directors have a technical interest.
8. A notification dated 19 September 2005 advising of the disposal by Ogier Trustee Limited, as trustee of The BOC Group plc Employee Share Trust (1995), of a total of 17,700 Ordinary shares in the Company in which the directors have a technical interest.

Page 2 of 13

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 2 SEPTEMBER 2005  
AT 13.00 HRS UNDER REF: PRNUK-0209051258-8C54

2 September 2005

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the disposal on 1 September 2005 of 13,704 Ordinary shares of 25p each in the Company at an exercise price of 1078p 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 incentive plans.

Following this disposal of 13,704 Ordinary shares, the Trustee now holds 5,252,573 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 5,252,573 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 3 of 13

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

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 5 SEPTEMBER 2005  
AT 07:04 HRS UNDER REF: PRNUK-0509050703-74EC

5 September 2005

### GIST ACQUIRES EUROPEAN TEMPERATURE-CONTROLLED OPERATION

Supply chain specialist Gist, part of The BOC Group, is expanding its primary business into Europe with the acquisition of G Van Dongen Holdings BV, a European temperature-controlled transport operator comprising seven companies based in the Netherlands and Spain.

The new European operation will be known as Gist Van Dongen and will provide fresh/chill and ambient transport services to food manufacturers in the Netherlands, Spain, Germany, Portugal, and France.

The (euro)46m turnover business adds to Gist's existing operations in the Czech Republic and the Netherlands, bringing five additional operating centres in Holland and one in Spain - net assets worth (euro)8m and in excess of 260 people.

Commented Gist managing director, Martin Gwynn: "This is an ideal strategic fit for Gist. We have a strong UK Primary chill business but we believe that substantial opportunities lie in Europe."

The Van Dongen existing customer base includes Flowerplus, Fritolay, Maersk, and Tetrapak.

The seven operating companies, being acquired, are:

- o Van Dongen Transport
- o Van Trans
- o Peeman Transport
- o Van Dongen Westland
- o LogiFrance
- o Van Dongen Aalsmeer
- o Van Dongen Cool Logistics Barendrecht

For further information please contact:

Chris Marsay, Director, Investor Relations, The BOC Group  
Tel. 01276 477222 (International +44 1276 477222)

Page 4 of 13

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 5 SEPTEMBER 2005  
AT 16.09 HRS UNDER REF: PRNUK-0509051607-CC6A

5 September 2005

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the disposal on 2 September 2005 of 10,312 Ordinary shares of 25p each in the Company at an exercise price of 851p per share and 138 Ordinary shares of 25p each in the Company 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

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

participants in the Company's senior executive share incentive plans.

Following this disposal of 10,450 Ordinary shares, the Trustee now holds 5,242,123 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 5,242,123 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 5 of 13

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 9 SEPTEMBER 2005  
AT 11:58 HRS UNDER REF: PRNUK-0909051147-087A

9 September 2005

THE BOC GROUP plc - A M FERGUSON

Further to the announcement made on 6 May 2005 that Alan Ferguson was to be appointed to the board of The BOC Group plc as an executive director with effect from 30 September 2005, it is confirmed that there is no further information to be disclosed under the requirements of Listing Rule 9.6.13 (formerly Listing Rule 16.4) in relation to his appointment.

Page 6 of 13

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY  
INFORMATION SERVICE ON 9 SEPTEMBER 2005  
AT 14.32 HRS UNDER REF: PRNUK-0909051431-CAE4

9 September 2005

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the disposal on 8 September 2005 of 2,804 Ordinary shares of 25p each in the Company at an exercise price of 914p 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 incentive plans.

Following this disposal of 2,804 Ordinary shares, the Trustee now holds 5,239,319 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 5,239,319 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 7 of 13

Edgar Filing: BOC GROUP PLC - Form 6-K

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 16 SEPTEMBER 2005 AT 14.34 HRS UNDER REF: PRNUK-1609051433-0678

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL  
RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an issuer to make a RIS notification required  
by DR 3.1.4R(1).

- (1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating the shares of the issuer should complete boxes 1 to 4, 6, 8,13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.
- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes should in block capital letters.

|  |  |
|--|--|
| -----  |  |
| 1. Name of the issuer  | 2. State whether the notification relates to a transaction notified in accordance with section 324 (as extended by section 328) of the Companies Act 2006 (i) in accordance with DR3.1.4R(i); or (ii) DR 3.1.4(R) (1) (b) a disclosure in accordance with section 324 (as extended by section 328) of the Companies Act 2006; or (iii) both (i) and (ii) |
| THE BOC GROUP plc  | (i) in accordance with DR3.1.4R(i)   |
| -----  |  |
| 3. Name of person discharging managerial responsibilities/director   | 4. State whether notification relates to a transaction notified in accordance with section 324 (as extended by section 328) of the Companies Act 2006 connected with a person discharging managerial responsibilities/director named in 3 above or in respect of a financial instrument named in 4 above. If so, identify the connected person           |
| ALAN MURRAY FERGUSON   |  |
| -----  |  |
| 5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest | 6. Description of shares (including debentures or derivatives or financial instruments) relating to shares   |
|  |  |
| -----  |  |
| 7. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them   | 8. State the nature of the transaction   |
|  |  |
| -----  |  |

Edgar Filing: BOC GROUP PLC - Form 6-K

- |     |   |     |  |
|-----|---|-----|--|
| 9.  | Number of shares, debentures or financial instruments relating to shares acquired   | 10. | Percentage of issued class acquire shares of that class should not be account when calculating percentag |
| 11. | Number of shares, debentures or financial instruments relating to shares disposed   | 12. | Percentage of issued class dispos shares of that class should not be account when calculating percentag  |
| 13. | Price per share or value of transaction   | 14. | Date and place of transaction  |
| 15. | Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage) | 16. | Date issuer informed of transacti  |

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

- |     |   |     |   |
|-----|---|-----|---|
| 17  | Date of grant<br><br>15 SEPTEMBER 2005                        | 18. | Period during which or date on whi be exercised<br><br>SHARE AWARD - TWO THIRDS ON 15 MAR ONE THIRD ON 15 MARCH 2007 SUBJECT EXECUTIVE REMAINING ELIGIBLE<br><br>LTIP - UP TO TWO THIRDS OF THE AWA VEST ON 19 NOVEMBER 2007 SUBJECT T PERFORMANCE CONDITIONS |
| 19. | Total amount paid (if any) for grant of the option<br><br>NIL | 20. | Description of shares or debenture (class and number)<br><br>ORDINARY SHARES OF 25P EACH<br><br>SHARE AWARD - 48,077<br><br>LTIP - 76,106   |

Edgar Filing: BOC GROUP PLC - Form 6-K

-----

|     |  |     |  |
|-----|--|-----|--|
| 21. | Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise | 22. | Total number of shares or debentures which options held following notification |
|     | SHARE AWARD - 1143.9879P PER SHARE   |     | 124,183  |
|     | LTIP - GRANTED AT NIL COST   |     |  |

-----

|     |  |     |  |
|-----|--|-----|--|
| 23. | Any additional information   | 24. | Name of contact and telephone number for queries |
|     | SHARE AWARD - THE EXECUTIVE WILL REMAIN ELIGIBLE IN THE EVENT THAT BOC TERMINATES HIS EMPLOYMENT FOR ANY REASON OTHER THAN SUMMARY DISMISSAL WITHIN THE TERMS OF HIS EMPLOYMENT CONTRACT.  |     | CAROL HUNT                                       |
|     | LTIP - THE AWARD 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. |     | 01276 807759                                     |

-----

Name and signature of duly authorised officer of issuer responsible for making notification

CAROL HUNT, DEPUTY COMPANY SECRETARY\_\_\_\_\_

Date of notification \_\_\_\_16 SEPTEMBER 2005\_\_\_\_\_

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 16 SEPTEMBER 2005  
AT 15.17 HRS UNDER REF: PRNUK-1609051516-4FAD

16 September 2005

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the purchase on 15 September 2005 of 48,077 Ordinary shares of 25p each in the Company at a purchase price of (pound)11.439879 per share by Ogier Trustee Limited (the Trustee) for The BOC Group plc Employee Share Trust (1995) (the Trust). This Trust was established for the purpose of satisfying the exercise, in due course, of awards made under senior executive incentive plans.

Edgar Filing: BOC GROUP PLC - Form 6-K

Each of the directors of the Company, 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 19 November 2004.

Page 11 of 13

THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE  
ON 19 SEPTEMBER 2005  
AT 13.56 HRS UNDER REF: PRNUK-1909051355-DBB2

19 September 2005

THE BOC GROUP plc EMPLOYEE SHARE TRUST (1995)

The BOC Group plc (the Company) has been notified of the disposal on 16 September 2005 of 17,700 Ordinary shares of 25p each in the Company at an average exercise price of 915p 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 incentive plans.

Following this disposal of 17,700 Ordinary shares, the Trustee now holds 5,269,696 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 5,269,696 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 12 of 13

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: October 3, 2005

By: /s/ Sarah Larkins  
-----



Edgar Filing: BOC GROUP PLC - Form 6-K

Name: Sarah Larkins

Title: Assistant Company Secretary

Page 13 of 13