

Edgar Filing: BOC GROUP PLC - Form 6-K

BOC GROUP PLC  
Form 6-K  
August 16, 2006

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private  
Issuer Pursuant to Rule 13a  
-16 or 15d -16 of the  
Securities Exchange Act of 1934

Report on Form 6-K of August 16, 2006

The BOC Group plc  
Chertsey Road, Windlesham,  
Surrey GU20 6HJ  
England

(Name and address of registrant's principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F    X        Form 40-F  
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Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes:  No:

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:    A notification advising of the Results of the Court Meeting and Extraordinary General Meeting of The BOC Group plc held on 16 August 2006.

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THE BOC GROUP plc ANNOUNCEMENT RELEASED TO A REGULATORY INFORMATION SERVICE ON  
16 AUGUST 2006 AT 16.24 HRS UNDER REF: PRNUK-1608061623-3EC7

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THE BOC GROUP plc

COURT MEETING

WEDNESDAY 16 AUGUST 2006

A Court Meeting was held on Wednesday 16 August 2006 at the New Connaught Rooms (the Grand Hall), 61 - 65 Great Queen Street, Covent Garden, London, WC2B 5DA at 2.00 pm to consider and, if thought fit, approve (with or without modification) a Scheme of Arrangement under section 425 of the Companies Act 1985 proposed to be made between The BOC Group plc and the Scheme Shareholders.

The resolution was decided on a poll and the resolution proposed at the meeting was passed.

The number of votes for and against the resolution put before the Meeting were as follows:

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| Resolution   |         | Number of BOC<br>Shares voted | % of BOC Shares<br>voted | % of issued BOC<br>Shares |
|--|---------|-------------------------------|--------------------------|---------------------------|
| To approve<br>the proposed<br>Scheme of<br>Arrangement | For     | 270,875,894                   | 99.58%                   | 52.59%                    |
|  | Against | 1,131,304                     | 0.42%                    | 0.22%                     |

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Number of shares in issue as at 6 pm on Monday 14 August 2006 - 515,042,913

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THE BOC GROUP plc

EXTRAORDINARY GENERAL MEETING

WEDNESDAY 16 AUGUST 2006

An Extraordinary General Meeting was held on Wednesday 16 August 2006 at the New Connaught Rooms (the Grand Hall), 61 - 65 Great Queen Street, Covent Garden, London, WC2B 5DA at 2.15 pm to consider a Special Resolution for the purpose of giving effect to the Scheme of Arrangement dated 22 July 2006.

The voting rights conferred by the BOC Shares held by members of the Linde Group were not exercised at the EGM.

The resolution was decided on a poll and the resolution proposed at the meeting was passed.

The number of votes for and against the resolution put before the Meeting were as follows:

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| Resolution  |         | Number of BOC<br>Shares voted (note) | % of BOC Shares<br>voted | % of |
|---|---------|--------------------------------------|--------------------------|------|
| Special<br>Resolution giving<br>effect to the<br>Scheme | For     | 285,806,316                          | 99.6%                    |      |
|   | Against | 1,159,483                            | 0.4%                     |      |

Number of shares in issue as at 6 pm on Monday 14 August 2006 - 515,042,913

Note

The "For" vote includes those giving the Chairman discretion.

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Capitalised terms in this announcement have the same meaning as in the Scheme Document dated 22 July 2006.

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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: August 16, 2006

By: /s/ Sarah Larkins

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Name: Sarah Larkins

Title: Assitant Company Secretary