CORRIGENDUM TO THE PUBLIC ANNOUNCEMENT OF JANUARY 22, 2008 TO THE SHAREHOLDERS OF

BOC INDIA LIMITED

("BOC INDIA LIMITED" OR "TARGET COMPANY")

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This corrigendum ("Corrigendum") is being issued by Deutsche Equities India Private Limited ("Manager to the Offer" or "DEIPL"), on behalf of The BOC Group plc ("Acquirer"/ "The BOC Group plc") along with BOC Holdings, Linde Holdings Netherlands B.V. and Linde Finance B.V. ("PACs") pursuant to and in compliance with Regulation 11(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto (the "SEBI (SAST) Regulations"), in continuation of, and should be read in conjunction with, the Public Announcement ("PA") published on January 22, 2008 to the shareholders of BOC India Limited.

Shareholders of BOC India Limited are requested to take note of the following amendments and addendums with respect to the PA.

1. The revised schedule of activities pertaining to the Offer is as under:

	Original Schedule (as per clause 10.17 of PA)		Revised schedule	
Activity	**Day**	**Date**	**Day**	**Date**
Last date for a competitive bid	Tuesday	February 12, 2008	Tuesday	February 12, 2008
Specified Date*	Friday	February 15, 2008	Friday	February 15, 2008
Date by which Letter of Offer is to be dispatched to shareholders	Monday	March 3, 2008	Saturday	June 7, 2008
Date of opening of the Offer	Friday	March 14, 2008	Wednesday	June 11, 2008
Last date for upward revision of the Offer Price and Offer Size	Friday	March 21, 2008	Thursday	June 19, 2008
Last date for withdrawing acceptance of the Offer	Thursday	March 27, 2008	Wednesday	June 25, 2008
Date of closing of the Offer	Wednesday	April 2, 2008	Monday	June 30, 2008
Last date of communicating rejection/acceptance and payment of consideration for accepted tenders and / or the unaccepted Equity Shares / share certificates will be dispatched / credited.	Thursday	April 17, 2008	Friday	July 11, 2008

** Specified date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent and all owners (registered or unregistered) of the shares of the Target Company (except the Acquirer and the PACs) are eligible to participate in the Offer anytime before the closing of the Offer.*

2. The following is an updated status with respect to statutory and regulatory approvals required for this Offer. Correspondingly:
   a. Clause 7.2 of PA should now be read as under :

      The Acquirer had made an application to the RBI on January 21, 2008 to seek approval to acquire shares tendered in the Open Offer. Vide its letter no. FE.CO.FID/20181/10.21.088/2007-08 dated February 27, 2008, the RBI has given its no-objection to the Acquirer for the acquisition of the shares under the Offer, subject to compliance with the provisions of A.P (Dir Series) Circular No. 16 dated October 4, 2004 and prescribed pricing and documentation requirements, and further subject to the condition that any shares tendered by erstwhile OCBs in the Offer are referred to the RBI for its prior approval.
   b. The phrase "To the best of the Acquirer's knowledge" at the start of clause 7.3 of PA stands deleted.
   c. The phrase "To the best of its knowledge" at the start of clause 7.5 of PA stands deleted.
3. Addendum to clause 3.1 of PA on justification of the Offer Price of Rs 165/- per Equity Share:
   a. The Equity Shares of the Target Company are infrequently traded on the CSE within the meaning of Explanation (i) to Regulation 20(5) of the Regulations.
   b. In accordance with regulations 20(4) and 20(5) of the SEBI (SAST) Regulations, the Offer Price of Rs. 165/- per Equity Share is the higher of the following:

i)	Negotiated price under the agreement for acquisition of shares or voting rights or deciding to acquire shares or voting rights.	Not Applicable
ii)	The highest price paid by the Acquirer for acquisitions including by way of allotment in a public or rights or preferential issue during the 26 weeks prior to the date of the Board Meeting authorizing the Preferential Issue.	Rs.165.00
ii)	The highest of the average of the weekly high and low of the closing prices for the Equity Shares for the 26 week period and the average of the daily high and low prices of the Equity Shares during the 2 week period prior to the date of the Board Meeting authorizing the Preferential Issue, on the stock exchange where the shares of the Target Company are most frequently traded, i.e. the NSE.	Rs. 152.50

Other Financial Parameters	As on March 31, 2007
Return on Networth (%)(1)	13.5%
Book Value Per Share (Rs)(2)	67.4
Earning Per Share (Rs) (3)	9.1
Price to Earnings Ratio(4)	14.3
P/E Multiple based on Offer Price	18.1
Average of the P/E multiple of companies forming part of the Chemical industry (Source: Capital Market Vol XXII/19 Nov 19 - Dec 02, 2007) (5)	15.5

Notes:
1) *Return on Networth is computed by dividing the Profit after Tax by Net worth for the relevant accounting period, wherein net worth is computed as sum of equity share capital and reserves and surplus*
2) *Book Value per Share is computed by dividing the net worth by the number of shares outstanding as at year end*
3) *Earnings per Share is computed by dividing the Profit after Tax by number of shares outstanding as at year end*
4) *Historical price to earnings ratio based on EPS for period ending March 31, 2007 and price on NSE as on March 31, 2007 (Source: Bloomberg)*
5) *Calculated by dividing Offer Price of Rs 165 per share by EPS for FY 2007*

Valuation of Equity Shares of BOC India Limited

The following valuation exercise has been done by the Manager to the Offer based on the decision of the Hon'ble Supreme Court in HLL Employees Union vs. Hindustan Lever Limited (1995), 83 Com Cas 30 taking into account the following methods of valuation.

1. Net Asset Value Method
2. Profit Earning Capacity Value (PECV) Method and
3. Market Value Method.

	FY 2005	FY 2006	FY 2007	Weighted Average
Weights	1	2	3	
Return on Networth (%)	11.7%	26.1%	13.5%	17.4%
PAT (Rs MM)	280	786	446	531.7
Book Value per Share (Rs)	48.7	61.3	67.4	62.3
Earnings per Share (Rs)	5.7	16.0	9.1	10.8
PE ratio on Offer Price	28.9	10.3	18.1	15.2
Price/Earnings Ratio *				14.8

*Source: * Capital Market Vol XXIII/Apr 21 - May 4, 2008*

Computation of fair value as per HLL case:

Method *Parameters*	Value *(a)*	Weight *(b)*	Weighted Value *(a) X (b)*
Net Asset Value	62.3	1	62.3
PECV value	62.3	2	124.7
Market based value	160.0	2	320.1
Total		**5**	**507.0**
Value per share			101.4

Capitalization rate (for PECV method)	10%

Considering the above parameters the Offer Price of Rs 165/- per Equity Share of BOC India Limited is justified in terms of Regulation 20(5) of SEBI (SAST) Regulations.

In view of the above, the Offer Price of Rs. 165/- per Equity Share is justified as per Regulation 20(4), 20(5) and 20(11) of the SEBI (SAST) Regulations.

4. Addendum to clause 8 of PA on compliance/disclosure in terms of Regulation 21 (2):
   a. With regard to maintaining the listing status of the Target Company in future, taking into account the current market conditions, the Acquirer has not yet taken a decision on the manner in which the compliance with Clause 40A will be met in the event the public shareholding falls below the limits specified in the Listing Agreement after the open offer or any point of time in the next three years' period. The Acquirer shall, depending on the market conditions prevailing at the relevant point in time, adopt the methods specified in Clause 40A based on commercial considerations, the interest of the Target Company and its shareholders to comply with Clause 40A in accordance with all applicable laws.
5. Amendment and addendum to clause 9.2 of PA:
   a. Amendment: The value of Bank Guarantee is Rs 43,14,37,943 instead of Rs 43,14,37,944 as mentioned in PA.
   b. Addendum: The Bank Guarantee is valid for at least a period commencing from the date of Public Announcement i.e. January 22, 2008 until 30 days after the closure of the Offer i.e. July 30, 2008 and is in favor of the Manager to the Offer.
6. Additional disclosures on compliance with Chapter II of SEBI (SAST) Regulations by the Acquirer, PACs and the Target Company:
   a. The Acquirer holds the New Shares and the Old Shares, as the legal owner of these Equity Shares of the Target Company. BOC Holdings, a PAC and a wholly owned subsidiary of the Acquirer, is the beneficial owner of the aforementioned Old Shares held by the Acquirer as the legal owner. Linde Holdings Netherlands B.V., a PAC and a wholly owned subsidiary of Linde AG (the Acquirer's ultimate holding company), is the beneficial owner of the aforementioned New Shares held by the Acquirer as the legal owner. The Acquirer acquired the legal ownership to 12,991,132 Old Shares ("**Rights Issue Shares**") on September 22, 1997 pursuant to a rights issue conducted by the Target Company. The said acquisition of the legal ownership to the Rights Issue Shares was made in compliance with the provisions of Regulation 3(1)(b) of the SEBI (SAST) Regulations. The Acquirer has filed a report under Regulation 3(4) of the SEBI (SAST) Regulations dated March 12, 2008 in respect of the aforesaid acquisition of the Rights Issue Shares with the SEBI and has also filed an offer for consent without admission or denial of guilt with the SEBI on April 8, 2008 in terms of the Guidelines for Consent Orders and For Considering Requests for Composition of Offences issued vide Circular No. EFD/ED/Cir-1/2007 dated April 20, 2007 ("Guidelines"), proposing that no action, either civil or criminal, shall be taken by the SEBI against the Acquirer, or its directors, employees and officers, in respect of the delay of 3824 days in submission of the report under Regulation 3(4) of the SEBI (SAST) Regulations and seeking regularization of the same. The matter is currently pending with the SEBI.
   b. The Acquirer has complied with applicable provisions of Chapter II of the SEBI (SAST) Regulations save as with respect to a delay of 12 days in relation to the filing under Regulation 8 of the SEBI (SAST) Regulations for the year 2001. The Acquirer has filed an offer for consent without admission or denial of guilt with the SEBI on April 8, 2008 in terms of the Guidelines, proposing that no action, either civil or criminal, shall be taken by the SEBI against the Acquirer, or its directors, employees and officers, in respect of the aforesaid delay of 12 days in relation to the filing under Regulation 8 of the SEBI (SAST) Regulations for the year 2001 and has sought regularization of the same. The matter is currently pending with the SEBI.
   c. BOC Holdings holds the beneficial ownership in the economic and voting rights in respect of the Old Shares, pursuant to a series of declarations of trusts. The legal ownership of the Old Shares by the Acquirer has been duly disclosed by the Acquirer and is in compliance with applicable provisions of Chapter II of the SEBI (SAST) Regulations save as with respect to a delay of 12 days in relation to the filing under Regulation 8 of the SEBI (SAST) Regulations for the year 2001. Given that BOC Holdings is a wholly owned subsidiary of the Acquirer and declarations in relation to the Old Shares were periodically made by the Acquirer, no separate disclosure has been made by BOC Holdings under Chapter II of the SEBI (SAST) Regulations. SEBI may initiate appropriate proceedings in the event the same is deemed to be a non-compliance with Chapter II of the SEBI (SAST) Regulations. BOC Holdings has filed an offer for consent without admission or denial of guilt with the SEBI on April 8, 2008 in terms of the Guidelines, proposing that no action, either civil or criminal, shall be taken by the SEBI against BOC Holdings, or its directors, employees and officers, in respect of non-disclosure by BOC Holdings of its beneficial ownership of the Old Shares under Regulation 6 and 8 of the SEBI (SAST) Regulations and has sought regularization of the same. The matter is currently pending with the SEBI. Separately, BOC Holdings has filed a report under Regulation 3(4) of the SEBI (SAST) Regulations with the SEBI on May 26, 2008 in respect of the acquisition of beneficial ownership of the Rights Issue Shares on September 22, 1997 concurrent with the acquisition of the legal ownership to such Rights Issue Shares by the Acquirer on September 22, 1997. BOC Holdings has also filed an offer for consent without admission or denial of guilt with the SEBI on June 3, 2008 in terms of the Guidelines, proposing that no action, either civil or criminal, shall be taken by the SEBI against BOC Holdings, or its directors, employees and officers, in respect of (i) delay of 3879 days on the part of BOC Holdings in submitting the report under Regulation 3(4) of the SEBI (SAST) Regulations in respect of the acquisition of the beneficial ownership in the Rights Issue Shares; (ii) failure on the part of BOC Holdings to submit the filing under Regulation 7(1) of the SEBI (SAST) Regulations in respect of the acquisition of the beneficial ownership in the Rights Issue Shares; and (iii) failure on the part of BOC Holdings to intimate the stock exchanges under Regulation 3(3) of the SEBI (SAST) Regulations in respect of the acquisition of the beneficial ownership in the Rights Issue Shares; and has sought regularization of each of the aforesaid. The matter is currently pending with the SEBI.
   d. The Target Company has complied with the applicable provisions of Chapter II of the SEBI (SAST) Regulations save as with respect to a delay of 7 days in relation to the filing under Regulation 8(3) of the SEBI (SAST) Regulations for the year 2001. SEBI may initiate suitable action against the Target Company for the delay of 7 days in relation to the filing under Regulation 8(3) of the SEBI (SAST) Regulations for the year 2001.
7. Amendment and addendum to clause 2.10 of the PA:

   During the Offer period, the Acquirer may purchase additional equity shares of the Target Company in accordance with the SEBI (SAST) Regulations. All legal rights in respect of any such equity shares shall be exercised by the Acquirer and all beneficial rights with respect to such equity shares will be exercised by Linde Holdings Netherlands B.V.
8. Amendment to clause 6.3 of PA:

   Save and except as mentioned above, the Acquirer undertakes that it shall not sell, dispose of or otherwise encumber any substantial asset of the Target Company from the date of the closure of the Offer in accordance with the SEBI (SAST) Regulations, except with the prior approval of the shareholders of the Target Company, to the extent such approval is required by applicable laws.
9. The 36,200,000 Equity Shares allotted under the Preferential Issue to the Acquirer were proposed to be listed on the BSE, the NSE and the CSE. The Target Company has received final listing approvals in respect of the said shares from each of the BSE (Approval no. DCS/PREF/SJ/FIP/3673/07-08 dated 25 March 2008), the NSE (Approval no. NSE/LIST/69006-K dated 14 March 2008) and the CSE (Approval no. CSEA/LD/170/2008 dated 8 April 2008). The Target Company has also received trading approvals in respect of the said shares from the BSE (Approval no. DCS/PREF/RAS/TRD/381/08-09 dated 9 May 2008) and the NSE (Approval no. NSE/LIST/2008/72342-N dated 5 May 2008) and the shares are listed on the BSE and the NSE. Whilst the Target Company has made an application for trading approval to the CSE, the same is currently awaited.
10. "Persons eligible to participate in the Offer" are all equity shareholders of the Target Company on the Specified Date other than the Acquirer and the PACs, as also persons who own Equity Shares at any time prior to the closure of the Offer, whether or not they are registered shareholders.
11. The relevant documentation on the credit facility as available and possibly to be drawn by Linde Finance B.V. for the settlement of shares tendered in the Open Offer will be available for inspection to the shareholders of the Target Company at its registered office as per the schedule communicated in the Letter of Offer. For a complete list of documents for inspection, please refer to the Letter of Offer.
12. Mr. Akhil Bansal, Partner, Membership Number: 090906, BSR & Company, Chartered Accountants, having their office at 4B, DLF Corporate Park, DLF City, Phase III, Gurgaon – 122002, India have vide their letter dated April 10, 2008 certified that the Acquirer has sufficient financial resources for the purpose of acquiring the Offer Shares. This certificate will be available for inspection to the shareholders of the Target Company at its registered office as per the schedule communicated in the Letter of Offer.
13. The Manager to the Offer has not held or dealt in any Equity Shares of the Target Company since the date of its appointment as Manager to the Offer and will not deal in the Equity Shares of the Target Company till the expiry of fifteen days from the date of closure of the Offer i.e. till July 15, 2008, in compliance with regulation 24(5A) of SEBI (SAST) Regulations.
14. Amendment to clauses 10.2, 10.4 and the second row of the table (providing details on Mumbai centre) in clause 10.5 of the PA: The email id of the Registrar to the Offer is *boc.openoffer@intimespectrum.com* instead of *awani.punjwani@intimespectrum.com* as mentioned in the PA.
15. The contact person for the Registrar to the Offer is Awani Thakkar.

The other terms and conditions of the Offer remain unchanged. This Corrigendum should be read in conjunction with the PA. Terms used but not defined in this Corrigendum shall have the same meaning as assigned in the PA.

The Acquirer and its directors accept full responsibility for the information contained in this Public Announcement and also for the obligations of the Acquirer as laid down in terms of the SEBI (SAST) Regulations.

This Corrigendum will also be available on SEBI's website (*www.sebi.gov.in*). Eligible persons to the Offer may also download a copy of the Form of Acceptance cum Acknowledgement, which will be available on SEBI's website at (*www.sebi.gov.in*) from the opening date of the Offer, i.e., June 11, 2008.

Issued by the Manager to the Offer

Deutsche Bank

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Contact Person: Mr. Abhishek Pandey

On behalf of:

The BOC Group plc (the "Acquirer")

Place: Guildford, Surrey, England

Date: June 8, 2008