

The BOC Group Limited

22 May 2013

To,

The General Manager
Corporate Relationship Department
BSE Limited
New Trading Ring, Rotunda Building
1st Floor, PJ Towers, Dalal Street, Fort
Mumbai 400 001

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051

The Secretary
The Calcutta Stock Exchange Limited
7 Lyons Range
Kolkata 700 001

The Company Secretary
Linde India Limited
Oxygen House
P 43 Taratala Road
Kolkata 700 088

Dear Sir / Madam,

Sub: Filing of disclosure under Regulation 29(2) of the SEBI Takeover Regulations

In compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (the “**SEBI Takeover Regulations**”), we are hereby notifying the information in relation to sale of equity shares of Rs. 10 each of Linde India Limited, made by us on 20 May 2013 (the “**Sale**”). As required under Regulation 29(3) of the SEBI Takeover Regulations, we are informing you about the Sale within two working days of such Sale.

Enclosed is the disclosure in the format as prescribed by the Securities and Exchange Board of India under the SEBI Takeover Regulations.

The above is for your information and records.

Thanking You,

Yours faithfully



Christopher Cossins
Director
On behalf of **The BOC Group Limited**



Susan Kelly
Company Secretary
On behalf of **The BOC Group Limited**

Encl.

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FORMAT FOR DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	Linde India Limited (the “ Company ”)		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Seller The BOC Group Limited (the “Seller”) (Seller for Equity Shares held for the benefit of Linde Holdings Netherlands B.V.) Persons acting in concert with the Seller Linde Holdings Netherlands B.V. Registered Address: Havenstraat 1, Schiedam, 3115HC, Netherlands		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes, the Seller is the promoter of the Company		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	• BSE Limited • National Stock Exchange of India Limited • The Calcutta Stock Exchange Limited		
5. Details of the acquisition/ disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	7,63,08,293	89.48%	89.48%
b) Voting rights (VR) otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
Total (a+b+c)	7,63,08,293	89.48%	89.48%

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Details of acquisition/ sale			
a) Shares carrying voting rights acquired/ sold			
b) VRs acquired/ sold otherwise than by equity shares	1,23,45,126	14.48%	14.48%
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	-	-	-
	-	-	-
Total (a+b+c)	1,23,45,126	14.48%	14.48%
After the acquisition/ sale, holding of:			
a) Shares carrying voting rights	6,39,63,167	75.00%	75.00%
b) VRs otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
Total (a+b+c)	6,39,63,167	75.00%	75.00%
6. Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer, etc.)	The Equity Shares of the Company have been disposed by the Seller under the offer for sale through stock exchange mechanism pursuant to circular dated 18 July 2012 (CIR/MRD/DP/18/2012), as amended from time to time, issued by the Securities and Exchange Board of India.		
7. Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	20 May 2013		
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale	Rs. 85,28,42,230 comprising of 8,52,84,223 Equity Shares of Rs. 10 each		
9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	Rs. 85,28,42,230 comprising of 8,52,84,223 Equity Shares of Rs. 10 each		
10. Total diluted share/voting capital(*) of the TC after the said acquisition	Rs. 85,28,42,230 comprising of 8,52,84,223 Equity Shares of Rs. 10 each		

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() Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.*



Christopher Cossins
(Director)
On behalf of **The BOC Group Limited**



Susan Kelly
(Secretary)
On behalf of **The BOC Group Limited**

Place: Guildford, England

Date: 22 May 2013