#### **BULUS DOMINGOS H**

Form 4

August 04, 2010

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287 January 31,

Expires: 2005 Estimated average

**OMB APPROVAL** 

burden hours per 0.5 response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

may continue.

1. Name and Address of Reporting Person * BULUS DOMINGOS H			2. Issuer Name <b>and</b> Ticker or Trading Symbol PRAXAIR INC [PX]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)
			(Month/Day/Year)	Director 10% Owner
C/O PRAXAIR, INC., 39 OLD			08/02/2010	X Officer (give title Other (specify below)
RIDGEBURY ROAD				Vice President
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check
			Filed(Month/Day/Year)	Applicable Line)
DANBURY,	CT 06810-	5113		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactior Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	08/02/2010		Code V M	Amount 20,000	(D)	Price \$ 22.01	30,314.4551 (1)	D	
Common Stock	08/02/2010		S	20,000	D	\$ 87.7881 (2)	10,314.4551 (1)	D	
Common Stock	08/02/2010		M	28,000	A	\$ 27.625	38,314.4551 (1)	D	
Common Stock	08/02/2010		S	28,000	D	\$ 87.7881 (2)	10,314.4551 (1)	D	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	orDeri Secu Acq or D (D)	urities uired (A) visposed of tr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (right to buy)	\$ 22.01	08/02/2010		M		20,000	02/21/2002(3)	02/21/2011	Common Stock	20,000
Stock Option (right to buy)	\$ 27.625	08/02/2010		M		28,000	12/31/2002(3)	12/31/2011	Common Stock	28,000
Stock Option (right to buy)	\$ 26.425						02/28/2004(3)	02/28/2013	Common Stock	30,000
Stock Option (right to buy)	\$ 36.58						02/24/2005(3)	02/24/2014	Common Stock	22,000
Stock Option (right to buy)	\$ 44.25						02/22/2006(3)	02/22/2015	Common Stock	26,300
Stock Option (right to buy)	\$ 53.98						02/28/2007(3)	02/29/2016	Common Stock	23,900
Stock Option (right to buy)	\$ 61.47						02/27/2008(3)	02/27/2017	Common Stock	19,300

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Stock Option (right to buy)	\$ 83.89	02/26/2009(4)	02/26/2018	Common Stock	11,400
Stock Option (right to buy)	\$ 83.89	02/26/2011(5)	02/26/2018	Common Stock	6,000
Stock Option (right to buy)	\$ 60.92	02/24/2010(6)	02/24/2019	Common Stock	15,000
Stock Option (right to buy)	\$ 76.16	02/23/2011(7)	02/23/2020	Common Stock	9,795

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
BULUS DOMINGOS H							
C/O PRAXAIR, INC.			Vice				
39 OLD RIDGEBURY ROAD			President				
DANBURY, CT 06810-5113							

# **Signatures**

Anthony M. Pepper,
Attorney-in-Fact 08/04/2010

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This total includes shares previously acquired through automatic dividend reinvestment under the Praxair Dividend Reinvestment and Stock Purchase Plan.
- The \$87.7881 price reported is the weighted average sale price. The sale prices ranged from \$87.60 to \$87.98 per share. Upon request of (2) the SEC Staff, Praxair, Inc. or a security holder of Praxair, Inc., the reporting person will provide full information regarding the number of shares sold at each separate price.
- (3) This option became exercisable in three (3) equal annual installments beginning on the first anniversary of the date of grant.
- (4) This option vests over three years in three consecutive equal annual installments beginning on February 26, 2009.
- This option will vest in full if Praxair, Inc. achieves cumulative fiscal year earnings per share growth of at least 33% over 2007 earnings per share at any time prior to January 1, 2011. If vested, the option may be exercised beginning on the third anniversary of the grant date. If Praxair, Inc. fails to meet the cumulative earnings per share goal, this option will be forfeited.
- (6) This option vests over three years in three consecutive equal annual installments beginning on February 24, 2010.
- (7) This option vests over three years in three consecutive equal annual installments beginning on February 23, 2011.

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