

PRAXAIR INC

Form 4

November 07, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GARGALLI CLAIRE W

(Last) (First) (Middle)

**C/O PRAXAIR, INC., 39 OLD
RIDGEBURY ROAD**

(Street)

DANBURY,, CT 06810-5113

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
PRAXAIR INC [PX]

3. Date of Earliest Transaction
(Month/Day/Year)
11/06/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify
below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	11/06/2007		M		5,000	A \$ 26.0625	8,462.3292 D
Common Stock	11/06/2007		S		300	D \$ 85.08	8,162.3292 D
Common Stock	11/06/2007		S		200	D \$ 85.1	7,962.3292 D
Common Stock	11/06/2007		S		200	D \$ 85.11	7,762.3292 D
Common Stock	11/06/2007		S		500	D \$ 85.12	7,262.3292 D

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Common Stock	11/06/2007	S	100	D	\$ 85.16	7,162.3292	D
Common Stock	11/06/2007	S	200	D	\$ 85.17	6,962.3292	D
Common Stock	11/06/2007	S	400	D	\$ 85.2	6,562.3292	D
Common Stock	11/06/2007	S	500	D	\$ 85.21	6,062.3292	D
Common Stock	11/06/2007	S	400	D	\$ 85.22	5,662.3292	D
Common Stock	11/06/2007	S	100	D	\$ 85.23	5,562.3292	D
Common Stock	11/06/2007	S	100	D	\$ 85.24	5,462.3292	D
Common Stock	11/06/2007	S	100	D	\$ 85.25	5,362.3292	D
Common Stock	11/06/2007	S	600	D	\$ 85.27	4,762.3292	D
Common Stock	11/06/2007	S	800	D	\$ 85.28	3,962.3292	D
Common Stock	11/06/2007	S	500	D	\$ 85.29	<u>3,462.3292</u> (1)	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D S (I)
	\$ 26.0625	11/06/2007		M	5,000	04/01/1999 04/01/2008		

Amount
or
Number
of
Shares

Stock
Option
(right to
buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GARGALLI CLAIRE W C/O PRAXAIR, INC. 39 OLD RIDGEBURY ROAD DANBURY,, CT 06810-5113	X

Signatures

Anthony M. Pepper,
Attorney-In-Fact

11/06/2007

__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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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