Edgar Filing: DICCIANI NANCE K - Form 4

| DICCIANI Form 4 | NANCE K | | | | | | | | | | |
|--|-------------------------|--|---|---|---|---------------------------|---|--|--|-----|--|
| July 03, 201 | 2 | | | | | | | | | | |
| FORM | ЛЛ | | | | | | | | PPROVAL | | |
| UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | | 3235-02 | 287 | |
| Check t if no lor subject Section Form 4 | MENT OF | F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | Expires: Estimated burden hou | Number: January 3 Expires: January 3 Estimated average burden hours per response 0 | | | |
| Form 5 obligations may continue. See Instruction 1(b). 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 | | | | | | | | | | | |
| (Print or Type | Responses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u></u> DICCIANI NANCE K | | | 2. Issuer Name and Ticker or Trading Symbol | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| (Last) | (First) (| Middle) | PRAXAIR INC [PX] 3. Date of Earliest Transaction | | | | (Check all applicable) | | | | |
| C/O PRAXAIR, INC., 39 RIDGEBURY ROAD | | | (Month/Day/Year) 07/02/2012 | | | | X_ Director 10% Owner Officer (give title Other (specify below) below) | | | | |
| (Street) 4. If Amendmen Filed(Month/Day/ | | | | | Day/Year) Applicable Line) _X_ Form filed by C | | | One Reporting P | bint/Group Filing(Check | | |
| DANBUR | Y, CT 06810-511 | 3 | | | | | Form filed by Person | More than One R | eporting | | |
| (City) | (State) | (Zip) | Tał | ole I - Non-l | Derivative | Securities A | Acquired, Disposed | of, or Beneficia | lly Owned | | |
| (Instr. 3) any | | Execution | Date, if | Date, if TransactionAcquired (A) or Code Disposed of (D) | | | Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature o Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | Code V | Amount | (D) Price | (msu. <i>5</i> anu 4) | | | | |
| Reminder: Re | port on a separate line | e for each cla | ass of sec | urities bene | - | - | - | | | | |
| | | | | | inforr requi | nation con red to resp | spond to the colle tained in this form ond unless the fo ntly valid OMB co | n are not rm | SEC 1474 (9-02) | | |

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of | 8 |
|-------------|-------------|---------------------|--------------------|-------------|--------------|-------------------------|------------------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | orDerivative | Expiration Date | Underlying Securities |] |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | S |

number.

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. | 8) | Acquired (A Disposed o (Instr. 3, 4, 5) | f (D) | | | | (|
|-------------------|------------------------------------|------------|------------------|---------|----|--|-------|---------------------|--------------------|-----------------|----------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Deferred Stock | \$ 0 <u>(1)</u> | 07/02/2012 | | А | | 207.679 | | (2) | (2) | Common Stock | 207.679 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | | |
|--|---------------|------------|---------|-------|--|--|--|--|--|
| 1 0 | Director | 10% Owner | Officer | Other | | | | | |
| DICCIANI NANCE K C/O PRAXAIR, INC. 39 RIDGEBURY ROAD DANBURY, CT 06810-5113 | Х | | | | | | | | |
| Signatures | | | | | | | | | |
| Anthony M. Pepper, Attorney-in-Fact | | 07/03/2012 | 2 | | | | | | |
| | | | | | | | | | |

**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) Conversion to Praxair Common Stock is on a 1-for-1 basis.
- (2) Deferred stock units acquired by reporting person under the Praxair, Inc. Director's Fees Deferral Plan and are to be settled in Praxair Common Stock upon the reporting person's retirement or termination of service.
- (3) This total includes shares previously acquired through automatic dividend reinvestment under the Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.