

Edgar Filing: AIRGAS INC - Form SC 13G/A

AIRGAS INC  
Form SC 13G/A  
February 14, 2002

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 11)\*

AIRGAS, INC.

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(Name of Issuer)

COMMON STOCK

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(Title of Class of Securities)

009363 10 2

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(CUSIP Number)

December 31, 2001

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which  
this Schedule is filed:

[ ] Rule 13d-1(b)  
[ ] Rule 13d-1(c)  
[ X ] Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

Page 1 of 6 pages

CUSIP No. 009363 10 2

13G

Page 2 of 6 pages

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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Peter McCausland

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ X ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5. SOLE VOTING POWER

1,053,802

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6. SHARED VOTING POWER

9,816,257

7. SOLE DISPOSITIVE POWER

1,053,802

8. SHARED DISPOSITIVE POWER

9,816,257

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,870,059

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
[ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

15.3%

12. TYPE OF REPORTING PERSON\*

IN

CUSIP No. 009363 10 2 13G Page 3 of 6 pages

Item 1(a) Name of Issuer

Airgas, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices

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Airgas, Inc.  
Radnor Court  
259 North Radnor-Chester Road, Suite 100  
Radnor, Pennsylvania 19087-5283

Item 2(a) Name of Person Filing

\_\_\_\_\_  
Peter McCausland

Item 2(b) Address of Principal Business Office, or, if none, Residence

\_\_\_\_\_  
Airgas, Inc.  
Radnor Court  
259 North Radnor-Chester Road, Suite 100  
Radnor, Pennsylvania 19087-5283

Item 2(c) Citizenship

\_\_\_\_\_  
United States

Item 2(d) Title of Class of Securities

\_\_\_\_\_  
Common Stock, par value \$.01 per share

Item 2(e) CUSIP Number

\_\_\_\_\_  
009363 10 2

CUSIP No. 009363 10 2                      13G                      Page 4 of 6 pages

Item 3 If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) \_\_\_\_\_ Broker or dealer registered under Section 15 of the Exchange Act;
- (b) \_\_\_\_\_ Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c) \_\_\_\_\_ Insurance company as defined in Section 3(a)(19) of the Exchange Act;
- (d) \_\_\_\_\_ Investment company registered under Section 8 of the Investment Company Act;
- (e) \_\_\_\_\_ An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) \_\_\_\_\_ An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);

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- (g) \_\_\_\_\_ A parent holding company or control person in accordance with Rule 13d-1(b) (1) (ii) (G);
- (h) \_\_\_\_\_ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) \_\_\_\_\_ A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act;
- (j) \_\_\_\_\_ Group, in accordance with Rule 13d-1(b) (1) (ii) (J).

Item 4      Ownership

(a) and (b) Peter McCausland beneficially owned an aggregate of 10,870,059 shares of the issuer's Common Stock, or approximately 15.3% of the shares outstanding, as of December 31, 2001, of which 1,398,000 shares were issuable upon exercise of employee stock options.

(c) Peter McCausland had sole power to vote or to direct the vote, and sole power to dispose or to direct the disposition of, 1,053,802 shares of the issuer's Common Stock, of which 999,736 shares were issuable upon exercise of employee stock options. Mr. McCausland had shared power to vote or to direct the vote, and/or shared power to dispose or to direct the disposition of, 9,816,257 shares of the Common Stock, which included 398,264 shares issuable upon exercise of stock options held by a trust for Mr. McCausland's children, and 5,063 shares held by a charitable foundation (the "Foundation") of which Mr. McCausland is an officer and director.

CUSIP No.    009363 10 2                      13G                      Page 5 of 6 pages

Item 5      Ownership of Five Percent or Less of a Class

Not applicable

Item 6      Ownership of More than Five Percent on Behalf of Another Person

No other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the issuer's shares which are the subject of this Amendment to Schedule 13G, except that, with respect to 9,811,194 shares, members of Mr. McCausland's family share with Mr. McCausland the right, and, with respect to 5,063 shares, the Foundation has the exclusive right, to receive the dividends from and the proceeds of sale as to such shares.

Item 7      Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

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Not Applicable

Item 8 Identification and Classification of Members of the Group

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Not Applicable

Item 9 Notice of Dissolution of Group

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Not Applicable

Item 10 Certification

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Not Applicable

CUSIP No. 009363 10 2 13G Page 6 of 6 pages

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Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 12, 2002

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Date

/S/Peter McCausland

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Signature

Peter McCausland, Director,  
Chairman of the Board  
and Chief Executive Officer

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Name/Title