## Edgar Filing: SMITH WAYNE T - Form 4

SMITH WA	AYNE T										
Form 4											
January 05,	, 2011										
FORM	$\mathbf{M}$ <b>4</b> UNITED	CT A TEC	SECU	DITIES				N.T.	PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								N OMB Number:	3235-0287		
Check t	this box		***	ishington	, D.C. 2	0349			January 31,		
if no longer which to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF									Expires: 2005		
subject to Section 16. SECURITIES									average urs per		
	Form 4 or										
	Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,										
	obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section										
See Ins		30(h)	of the I	nvestmen	t Compa	ny Act of 1	1940				
1(b).											
(Print or Type	Responses)										
(I line of Type	(itesponses)										
1. Name and	Address of Reporting	g Person <u>*</u>	2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
SMITH W	AYNE T		Symbol								
		PRAXAIR INC [PX]				(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction								
			(Month/Day/Year)				_X_ Director		% Owner		
C/O PRAX	LD	01/03/2011				Officer (give titleOther (specify below) below)					
RIDGEBU	JRY ROAD										
	(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
		Filed(M	onth/Day/Yea	r)		Applicable Line) _X_ Form filed by One Reporting Person					
							by More than One Reporting				
DANDUK	1, C1 00010-511	5					Person				
(City)	(State)	(Zip)	Tal	ole I - Non-l	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	ally Owned		
1.Title of	2. Transaction Date	2A. Deeme	ed	3.	4. Secur	ities	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution	Date, if	Transactio			Securities	Form: Direct	Indirect		
(Instr. 3)		any (Month/Da	v/Year)	Code (Instr. 8)	Dispose (Instr. 3,		Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership		
		(11101111)20	.), 1 cui)	(1115411-0)	(1115411-0)		Following	(Instr. 4)	(Instr. 4)		
						(A)	Reported				
						or	Transaction(s) (Instr. 3 and 4)				
				Code V	Amount	(D) Price	(				
Reminder: Re	eport on a separate lin	e for each cla	ass of sec	urities bene	ficially ov	vned directly	or indirectly.				
							spond to the colle		SEC 1474		
							tained in this form ond unless the fo		(9-02)		
							ntly valid OMB co				

 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	Transacti	orDerivative	Expiration Date	Underlying Securities	D
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.		Acquired (A Disposed of (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>	01/03/2011		А		262.549		(2)	(2)	Common Stock	262.549

## **Reporting Owners**

Relationships								
Other								

## **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.