Roberge Raymond P Form 3 May 03, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement PRAXAIR INC [PX] A Roberge Raymond P (Month/Day/Year) 04/24/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O PRAXAIR, INC., 39 OLD (Check all applicable) RIDGEBURY ROAD (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Senior Vice President Person DANBURY, Â CTÂ 06810-5113 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock D 4,668.7552 (1) Common Stock 69.3527 I 401(k) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of
Security	Expiration Date	Securities Underlying	Conversion	Ownership	Indirect Beneficial
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	02/27/2008(2)	02/27/2017	Common Stock	22,500	\$ 61.47	D	Â
Stock Option (right to buy)	02/26/2009(2)	02/26/2018	Common Stock	13,700	\$ 83.89	D	Â
Stock Option (right to buy)	02/24/2010(3)	02/24/2019	Common Stock	27,090	\$ 60.92	D	Â
Stock Option (right to buy)	02/23/2011(4)	02/23/2020	Common Stock	20,465	\$ 76.16	D	Â
Stock Option (right to buy)	02/22/2012(5)	02/22/2021	Common Stock	19,790	\$ 97.84	D	Â
Stock Option (right to buy)	02/28/2013(6)	02/28/2022	Common Stock	21,505	\$ 109.68	D	Â
Deferred Stock	(7)	(7)	Common Stock	15,189.422	\$ 0 (8)	D	Â

Reporting Owners

Reporting Owner Name / Address			Relationships		
. 9	Director	10% Owner	Officer	Other	
Roberge Raymond P					
C/O PRAXAIR, INC.	Â	â	Senior Vice President	â	
39 OLD RIDGEBURY ROAD	А	A	A Sellior vice President	A	
DANBURY, CT 06810-5113					

Signatures

Anthony M. Pepper, Attorney-in-Fact 05/03/2012

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- This total includes shares previously acquired through automatic dividend reinvestment under the Praxair Dividend Reinvestment and Stock Purchase Plan and unvested restricted stock units.
- (2) This option became exercisable in three (3) equal annual installments beginning on the first anniversary of the date of grant.
- (3) This option vests over three years in three consecutive equal annual installments beginning on February 24, 2010.
- (4) This option vests over three years in three consecutive equal annual installments beginning on February 23, 2011.
- (5) This option vests over three years in three consecutive equal annual installments beginning on February 22, 2012.
- (6) This option vests over three years in three consecutive equal annual installments beginning on February 28, 2013.

Reporting Owners 2

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- (7) Deferred stock units acquired under the Praxair, Inc. Compensation Deferral Program as amended ("Deferral Program") and are to be settled in Praxair Common Stock.
- (8) Conversion to Praxair Common Stock is on a 1-for-1 basis.

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.