PRAXAIR INC Form 3 April 29, 2014

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Keegans Karen L.

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

04/22/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

PRAXAIR INC [PX]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Vice President

5. If Amendment, Date Original

Filed(Month/Day/Year)

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

(Street)

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

DANBURY, Â CTÂ 06810-5113

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

401(k)

Direct (D) or Indirect (I)

(Instr. 5)

I

SEC 1473 (7-02)

Common Stock 2,000

Â D

Common Stock 74.9445

Reminder: Report on a separate line for each class of securities beneficially 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 Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

5. Conversion or Exercise Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(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)	02/26/2014(1)	02/26/2013	Common Stock	4,255	\$ 110.58	D	Â
Stock Option (Right to Buy)	02/25/2015(2)	02/25/2024	Common Stock	11,815	\$ 128.8	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Keegans Karen L.						
C/O PRAXAIR, INC.	Â	Â	Vice President	Â		
39 OLD RIDGEBURY ROAD	А	A	A vice riesident	A		
DANBURY, CT 06810-5113						

Signatures

Anthony M. Pepper, Attorney-in-Fact 04/29/2014

**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).
- (1) This option vests over three years in three consecutive equal annual installments beginning on February 26, 2014.

Date

(2) This option vests over three years in three consecutive equal annual installments beginning on February 25, 2015.

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.

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