Edgar Filing: PRAXAIR INC - Form 4

PRAXAIR INC

Form 4										
March 01, 2016 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16. Check this box if no longer Section 16. Check this box if no								3235-0287 January 31, 2005 verage		
(Print or Type	Responses)									
1. Name and Address of Reporting Person [*] / ₋ White Matthew J			2. Issuer Name and Ticker or Trading Symbol PRAXAIR INC [PX]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O PRAXAIR, INC., 39 OLD RIDGEBURY ROAD			3. Date of Earliest Transaction (Month/Day/Year) 02/29/2016				Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President & CFO			
File			Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
	Y, CT 06810-5113						Person		porting	
(City)	(State)	(Zip) Ta	able I - Non-	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year	Code (Instr. 8)	4. Securi ior(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock							2,540.199	Ι	401(k)	
Common Stock	02/29/2016		М	1,330 (1)	А	\$ 0	11,323	D		
Common Stock	02/29/2016		F	457 <u>(2)</u>	D	\$ 103.24	10,866	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Numb orDerivativ Securitie Acquired Disposed (Instr. 3, 5)	ve es d (A) or d of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Share Units (3)	\$ 0 <u>(3)</u>	02/29/2016		А	1,330		(3)	(3)	Common Stock	1,330
Performance Share Units	<u>(3)</u>	02/29/2016		М		1,330 (1)	(3)	(3)	Common Stock	1,330 (1)

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
White Matthew J C/O PRAXAIR, INC. 39 OLD RIDGEBURY ROAD DANBURY, CT 06810-5113			Senior Vice President & CFO				

Signatures

Anthony M. Pepper, Attorney-in-Fact

**Signature of Reporting Person

03/01/2016 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) Shares of common stock acquired pursuant to the payout of a performance share unit grant made on February 26, 2013 (the "PSU").
- (2) Shares of common stock withheld from the PSU payout to cover tax withholdings.
- The PSU paid out on February 29, 2016 and the number of shares awarded and paid out was determined based upon the average annual
 (3) return on capital ("ROC") of Praxair, Inc. from 2013 2015 measured against ROC goals set by the Compensation and Management Development Committee of the Board of Directors when the PSU was granted in 2013.

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.