

ANGEL STEPHEN F
Form 4
October 31, 2017

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
ANGEL STEPHEN F

(Last) (First) (Middle)
C/O PRAXAIR, INC., 10 RIVERVIEW DRIVE
(Street)

DANBURY, CT 06810

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PRAXAIR INC [PX]

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
				(A) or (D)	Price		
Common Stock					2,268	I	In trust for children
Common Stock					165,258	I	Grantor Retained Annuity Trusts
Common Stock					13,795	I	Angel Descendants Trust
Common Stock					9,112.9361	I	401(k)

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Common Stock	10/27/2017	M	281,510	A	\$ 60.92	350,770	D
Common Stock	10/27/2017	F	<u>196,675</u> ⁽¹⁾	D	\$ 148.66	154,095	D
Common Stock	10/27/2017	G	<u>28,103</u> ⁽⁸⁾	D	\$ 0	125,992	D

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option (right to buy)	\$ 60.92	10/27/2017		M	281,510	02/24/2010 ⁽²⁾	02/24/2019	Common Stock	281,510
Stock Option (right to buy)	\$ 76.16					02/23/2011 ⁽²⁾	02/23/2020	Common Stock	204,000
Stock Option (right to buy)	\$ 97.84					02/22/2012 ⁽²⁾	02/22/2021	Common Stock	218,000
Stock Option (right to buy)	\$ 109.68					02/28/2013 ⁽²⁾	02/28/2022	Common Stock	230,000
Stock Option (right to buy)	\$ 110.58					02/26/2014 ⁽²⁾	02/26/2023	Common Stock	180,000
Stock	\$ 128.8					02/25/2015 ⁽²⁾	02/25/2024	Common	200,000

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(8) Gift of shares; no market transaction occurred.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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