Edgar Filing: PRAXAIR INC - Form 4

DD A VAID INC

| Form 4 | | | | | | | | | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|---------------------------------------------------------------------------|------------------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|--------------------------|--|
| March 02, 200 FORM Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b). | M 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 his box ger o STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: January 31, 2005 Stimated average burden hours per response Stimated average burden hours per response 0.5 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 20(b) of the Investment Company Act of 1040 0.5 | | | | | | | | | | |
| (Print or Type Re | esponses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> MALFITANO RICARDO S | | | 2. Issuer Name and Ticker or Trading Symbol PRAXAIR INC [PX] | | | ıg | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| (Mont | | | (Month/I | B. Date of Earliest Transaction Month/Day/Year) 02/28/2006 | | | Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President | | | | |
| | | | 4. If Amendment, Date Original 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 | | | | | |
| (City) | (State) | (Zip) | Tah | le I - Non-l | Derivative | Securi | ities A | Person | of, or Benefici | ally Owned | |
| | . Transaction Date Month/Day/Year) | 2A. Deeme Execution any (Month/Da | ed Date, if | 3. Transactic Code (Instr. 8) | 4. Security onAcquired Disposed (Instr. 3, Amount | ties (A) or of (D) 4 and 5 (A) or | | 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 | |

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 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 Amou |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|-------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Expiration Date | Underlying Secur |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. | , | Acquired (A) Disposed of (I (Instr. 3, 4, an | D) | | | | |
|---------------------------------------|------------------------------------|------------|------------------|---------|---|----------------------------------------------------|-----|------------------|--------------------|-----------------|------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Am Nur Sha |
| Stock Options (Right to Buy) | \$ 53.98 | 02/28/2006 | | А | | 92,500 | | 02/28/2007(1) | 02/28/2016 | Common Stock | 9 |
| Deferred Stock (2) | <u>(3)</u> | 02/28/2006 | | А | | 2,254.643 | | (4) | (4) | Common Stock | 2,2 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|-----------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| MALFITANO RICARDO S | | | Executive | | | | | |
| 39 OLD RIDGEBURY ROAD | | | Vice | | | | | |
| DANBURY, CT 06810-5113 | | | President | | | | | |
| <u></u> | | | | | | | | |

Signatures

| Anthony M. Pepper, | |
|-----------------------------------------|------------|
| Attorney-in-Fact | 03/02/2006 |
| <u>**</u> Signature of Reporting Person | Date |

**Signature of Reporting Person

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) The option vests in three consecutive equal annual installments beginning on February 28, 2007.
- Deferred stock units acquired under the 1993 Praxair, Inc. Compensation Deferral Program as amended and are to be settled in Praxair (2) Common Stock.
- (3) Conversion to Praxair Common Stock is on a 1-for-1 basis.
- (4) See Note (2) above.

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.