

Telesz Scott E
Form 4
December 04, 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 *
Telesz Scott E

(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)
11/30/2017

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)
Executive Vice President

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)
			Code	V Amount (D) Price			
Common Stock					2,430	I	In trusts for Children
Common Stock	11/30/2017		M	21,000 A \$ 97.84	59,135 ⁽¹⁾	D	
Common Stock	11/30/2017		F	17,034 ₍₂₎ D \$ 155.275	42,101 ⁽¹⁾	D	

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

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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 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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option (right to buy)	\$ 97.84	11/30/2017		M	21,000	02/22/2012 ⁽³⁾	02/22/2021	Common Stock	21,000
Stock Option (right to buy)	\$ 109.68					02/28/2013 ⁽³⁾	02/28/2022	Common Stock	43,000
Stock Option (right to buy)	\$ 110.58					02/26/2014 ⁽³⁾	02/26/2023	Common Stock	35,200
Stock Option (right to buy)	\$ 128.8					02/25/2015 ⁽³⁾	02/25/2024	Common Stock	37,300
Stock Option (right to buy)	\$ 128.38					02/24/2016 ⁽⁴⁾	02/24/2025	Common Stock	47,300
Stock Option (right to buy)	\$ 102.22					02/23/2017 ⁽⁵⁾	02/23/2026	Common Stock	88,900
Stock Option (right to buy)	\$ 118.71					02/28/2018 ⁽⁶⁾	02/28/2027	Common Stock	69,000
Deferred Stock	\$ 0 ⁽⁷⁾					⁽⁸⁾	⁽⁸⁾	Common Stock	959,700

