

Hoyt Kelcey E
Form 4
January 30, 2018

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 *
Hoyt Kelcey 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)
01/26/2018

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)
Vice President, Controller

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)
Common Stock					434.4458	I	401(k)
Common Stock	01/26/2018		M	4,950 A	\$ 97.84 5,257	D	
Common Stock	01/26/2018		F	3,617 (1) D	\$ 163.69 1,640	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. Transaction Code (Instr. 8)	5. Number of Derivative Securities (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 or Number of Shares
Stock Option (right to buy)	\$ 97.84	01/26/2018		M	4,950	02/22/2012 ⁽²⁾	02/22/2021	Common Stock	4,950
Stock Option (right to buy)	\$ 109.68					02/28/2013 ⁽²⁾	02/28/2022	Common Stock	3,995
Stock Option (right to buy)	\$ 110.58					02/26/2014 ⁽²⁾	02/26/2023	Common Stock	2,675
Stock Option (right to buy)	\$ 128.8					02/25/2015 ⁽²⁾	02/25/2024	Common Stock	3,735
Stock Option (right to buy)	\$ 128.38					02/24/2016 ⁽³⁾	02/24/2025	Common Stock	5,150
Stock Option (right to buy)	\$ 102.22					02/23/2017 ⁽⁴⁾	02/23/2026	Common Stock	9,360
Stock Option (right to buy)	\$ 118.71					02/28/2018 ⁽⁵⁾	02/28/2027	Common Stock	10,500

