

HALL IRA D  
Form 4  
November 28, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
HALL IRA D

(Last) (First) (Middle)

C/O PRAXAIR, INC., 39 OLD RIDGEBURY ROAD

(Street)

DANBURY, CT 06810-5113

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
11/26/2012

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 11/26/2012                           |  | M                              | A   | \$ 60.92  | (1)  | D                                 |
| Common Stock                    | 11/26/2012                           |  | S                              | D   | \$ 105.92   | (1)  | D                                 |
| Common Stock                    | 11/26/2012                           |  | M                              | A   | \$ 83.89  | (1)  | D                                 |
| Common Stock                    | 11/26/2012                           |  | S                              | D   | \$ 105.97   | (1)  | D                                 |
| Common Stock                    | 11/26/2012                           |  | M                              | A   | \$ 61.47  | (1)  | D                                 |

Edgar Filing: HALL IRA D - Form 4

|              |            |  |   |       |   |                  |                 |   |
|--------------|------------|--|---|-------|---|------------------|-----------------|---|
| Common Stock | 11/26/2012 |  | S | 6,550 | D | \$ 105.93<br>(3) | 5,402.4867 (1)  | D |
| Common Stock | 11/26/2012 |  | M | 7,620 | A | \$ 53.98         | 13,022.4867 (1) | D |
| Common Stock | 11/26/2012 |  | S | 7,620 | D | \$ 105.95<br>(4) | 5,402.4867 (1)  | D |
| Common Stock | 11/26/2012 |  | M | 275   | A | \$ 48.26         | 5,677.4867 (1)  | D |
| Common Stock | 11/26/2012 |  | S | 275   | D | \$ 105.98<br>(5) | 5,402.4867 (1)  | D |
| Common Stock | 11/26/2012 |  | M | 5,000 | A | \$ 47.64         | 10,402.4867 (1) | D |
| Common Stock | 11/26/2012 |  | S | 5,000 | D | \$ 105.99<br>(6) | 5,402.4867 (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 displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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 Shares                                    |
| Stock Option (right to buy)                | \$ 60.92   | 11/26/2012                           |  | M                              | 4,600   | 02/24/2010(7) 02/24/2019                                 | Common Stock 4,600  |
| Stock Option (right to buy)                | \$ 83.89   | 11/26/2012                           |  | M                              | 3,885   | 02/26/2009(7) 02/26/2018                                 | Common Stock 3,885  |



## Edgar Filing: HALL IRA D - Form 4

(5) The \$105.98 price reported is the weighted average sale price. The sale prices ranged from \$105.971 to \$106.001 per share. Upon request of the SEC Staff, Praxair, Inc. or a security holder of Praxair, Inc., the reporting person will provide full information regarding the number of shares sold at each separate price.

(6) The \$105.99 price reported is the weighted average sale price. The sale prices ranged from \$105.98 to \$106.001 per share. Upon request of the SEC Staff, Praxair, Inc. or a security holder of Praxair, Inc., the reporting person will provide full information regarding the number of shares sold at each separate price.

(7) This option became exercisable in three (3) equal annual installments beginning on the first anniversary of the date of grant.

(8) Conversion to Praxair Common Stock is on a 1-for-1 basis.

(9) Deferred stock units acquired by reporting person under the Praxair, Inc. Director's Fees Deferral Plan (the "Plan") and are to be settled in Praxair Common Stock upon the reporting person's retirement or termination of service.

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.