

PRAXAIR INC
Form DEFA14A
April 21, 2004

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

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

PRAXAIR

(Name of Registrant as Specified in Its Charter)

N/A

(Name of Person(s) Filing Proxy Statement, if other than Registrant)

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- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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39 OLD RIDGEBURY ROAD, DANBURY, CT 06810-5113

EMPLOYEE SHAREHOLDERS: YOUR PROXY VOTE IS IMPORTANT!

Praxair shareholders are being asked to vote on four proposals in 2004. These proposals are contained in the proxy materials for Praxair's annual meeting of shareholders to be held on April 27, 2004. Praxair's board of directors believes that the proposals being presented are in the best interest of the company and its shareholders, and recommends that shareholders vote "FOR" all of the proposals.

If you have not already done so, **please take the time to vote your proxy today.**

Your shares cannot be voted unless you give your specific instruction by voting using the internet, the telephone or by signing, dating and returning your proxy card in the return envelope enclosed with your proxy material mailing.

All Praxair shareholders should have received the proxy materials by now. Shareholders who elected to view the Notice of Meeting, Proxy Statement and Annual Report on the internet should have received a separate letter providing instructions as to where these materials are located for viewing and downloading.

As a reminder for all shareholders, these materials can be found at:

2003 Annual Report: www.praxair.com/annualreport
2004 Notice of Meeting and Proxy Statement: www.praxair.com/proxy

If you have questions, contact Mark Lyon at (203) 837-2264 or by e-mail.
