

Savoia Sally A
 Form 3
 May 03, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Savoia Sally A		(Month/Day/Year)	PRAXAIR INC [PX]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O PRAXAIR, INC., 39 OLD RIDGEBURY ROAD			(Check all applicable)	
(Street)			___ Director	___ 10% Owner
			<u> X </u> Officer	___ Other
DANBURY, CT 06810-5113			(give title below)	(specify below)
(City)	(State)	(Zip)	Vice President	
				6. Individual or Joint/Group Filing(Check Applicable Line)
				<u> X </u> Form filed by One Reporting Person
				___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,992.4768 ⁽¹⁾	D	^
Common Stock	302	I	Joint with spouse
Common Stock	781 ⁽²⁾	I	Owned by child
Common Stock	18,253.695	I	401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	02/28/2004 ⁽³⁾	02/28/2013	Common Stock	40,000	\$ 26.425	D	Â
Stock Option (right to buy)	02/24/2005 ⁽³⁾	02/24/2014	Common Stock	50,000	\$ 36.58	D	Â
Stock Option (right to buy)	02/22/2006 ⁽³⁾	02/22/2015	Common Stock	55,000	\$ 44.25	D	Â
Stock Option (right to buy)	02/28/2007 ⁽³⁾	02/29/2016	Common Stock	45,000	\$ 53.98	D	Â
Stock Option (right to buy)	02/27/2008 ⁽³⁾	02/27/2017	Common Stock	35,000	\$ 61.47	D	Â
Stock Option (right to buy)	02/26/2009 ⁽³⁾	02/26/2018	Common Stock	21,000	\$ 83.89	D	Â
Stock Option (right to buy)	02/24/2010 ⁽⁴⁾	02/24/2019	Common Stock	29,780	\$ 60.92	D	Â
Stock Option (right to buy)	02/23/2011 ⁽⁵⁾	02/23/2020	Common Stock	22,175	\$ 76.16	D	Â
Stock Option (right to buy)	02/22/2012 ⁽⁶⁾	02/22/2021	Common Stock	21,440	\$ 97.84	D	Â
Deferred Stock	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock	59,942.003	\$ 0 ⁽⁸⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Savoia Sally A C/O PRAXAIR, INC. 39 OLD RIDGEBURY ROAD DANBURY, CT 06810-5113	Â	Â	Â Vice President	Â

Signatures

Anthony M. Pepper,
Attorney-in-Fact

05/03/2011

 **Signature of Reporting Person

 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This total includes shares previously acquired through automatic dividend reinvestment under the Praxair Dividend Reinvestment and Stock Purchase Plan and unvested restricted stock units.
- (2) The reporting person disclaims beneficial ownership as to these shares.
- (3) This option became exercisable in three (3) equal annual installments beginning on the first anniversary of the date of grant.
- (4) This option vests over three years in three consecutive equal annual installments beginning on February 24, 2010.
- (5) This option vests over three years in three consecutive equal annual installments beginning on February 23, 2011.
- (6) This option vests over three years in three consecutive equal annual installments beginning on February 22, 2012.
- (7) Deferred stock units acquired under the Praxair, Inc. Compensation Deferral Program as amended ("Deferral Program") and are to be settled in Praxair Common Stock.
- (8) Conversion to Praxair Common Stock is on a 1-for-1 basis.

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.