

BULUS DOMINGOS H  
 Form 4  
 May 27, 2009

**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 \*  
**BULUS DOMINGOS H**

(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)  
**05/26/2009**

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

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	05/26/2009		M		17,000	A	\$ 22.3438
Common Stock	05/26/2009		S		17,000	D	\$ 72.6071 <u>(1)</u>
							24,395.7196
							7,395.7196 <u>(2)</u>

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

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 (9-02)

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**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 or Number of Shares
Stock Option (right to buy)	\$ 22.3438	05/26/2009		M	17,000	12/14/2000 <sup>(3)</sup> 12/14/2009	Common Stock 17,000
Stock Option (right to buy)	\$ 22.01					02/21/2002 <sup>(3)</sup> 02/21/2011	Common Stock 20,000
Stock Option (right to buy)	\$ 27.625					12/31/2002 <sup>(3)</sup> 12/31/2011	Common Stock 28,000
Stock Option (right to buy)	\$ 26.425					02/28/2004 <sup>(3)</sup> 02/28/2013	Common Stock 30,000
Stock Option (right to buy)	\$ 36.58					02/24/2005 <sup>(3)</sup> 02/24/2014	Common Stock 22,000
Stock Option (right to buy)	\$ 44.25					02/22/2006 <sup>(3)</sup> 02/22/2015	Common Stock 26,300
Stock Option (right to buy)	\$ 53.98					02/28/2007 <sup>(3)</sup> 02/28/2016	Common Stock 23,900
Stock Option (right to buy)	\$ 61.47					02/27/2008 <sup>(3)</sup> 02/27/2017	Common Stock 19,300
	\$ 83.89					02/26/2009 <sup>(3)</sup> 02/26/2018	11,400

