PRAXAIR INC
Form 3
November 13, 2006

FORM 3

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

OMB APPROVAL

OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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 *
Â Vruggink Robert

(Last) (First) (Middle)

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

(Street)

DANBURY,Â CTÂ 06810-5113

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
11/01/2006

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Senior Vice President

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	23.4558	D	Â
Common Stock	4,121.025	I	401(k)

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

SEC 1473 (7-02)

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.

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

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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	02/24/2005(1)	02/24/2014	Common Stock	15,334	$ 36.58	D	Â
Stock Option (right to buy)	02/22/2006(2)	02/22/2015	Common Stock	26,000	$ 44.25	D	Â
Stock Option (right to buy)	02/28/2007(3)	02/28/2016	Common Stock	33,000	$ 53.98	D	Â
Deferred Stock (4)	Â (4)	Â (4)	Common Stock	37.384	$ (5)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Vruggink Robert C/O PRAXAIR, INC. 39 OLD RIDGEBURY ROAD DANBURY,Â CTÂ 06810-5113	Â	Â	Â Senior Vice President	Â

Signatures

Anthony M. Pepper, Attorney-in-Fact	11/13/2006
**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 stock option vests in three consecutive equal annual installments beginning on 2/24/05.

(2) This stock option vests in three consecutive equal annual installments beginning on 2/22/06.

(3) This stock option vests in three consecutive equal annual installments beginning on 2/28/07.

(4) Deferred stock units acquired under the 1993 Praxair, Inc. Compensation Deferral Program as amended and are to be settled in Praxair Common Stock.

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

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Remarks:

ExhibitÂ List:Â Â ExhibitÂ 24.Â Â PowerÂ ofÂ AttorneyÂ datedÂ NovemberÂ 7,Â 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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