### Edgar Filing: AIR PRODUCTS & CHEMICALS INC /DE/ - Form 4

### AIR PRODUCTS & CHEMICALS INC /DE/

Form 4 May 04, 2006

## FORM 4

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

**OMB** 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Expires: 2005 Estimated average burden hours per

January 31,

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

response...

1(b).

(Print or Type Responses)

05/03/2006

05/03/2006(1)

Stock

Stock

Common

1. Name and A	Symbol AIR PF	2. Issuer Name <b>and</b> Ticker or Trading Symbol AIR PRODUCTS & CHEMICALS INC /DE/ [APD]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last) 7201 HAM	·			of Earliest Transaction /Day/Year) 2006				Director 10% Owner Sofficer (give title Other (specify below) Group V.P Dev & Tech		
ALLENTO	(Street) WN, PA 18195		4. 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			
(City)	(State) (Z	Zip) Tab	le I - Non-I	Derivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	· · · · · · · · · · · · · · · · · · ·	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	on(A) or D (Instr. 3,	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price		5. Amount of Securities Form: Direct Indirect (D) or Beneficial (Owned Indirect (I) Ownershi (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 3 and 4)			
Common Stock	05/03/2006		M	9,600	A	\$ 29.06	41,774	D		
Common	05/03/2006		C	0.600	D	\$ 67.9	22 174	D		

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

S

J

9,600

82.54

(1)

D

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

6,228.54

D

Ι

\$ 67.8 32,174

\$0

By RSP (2)

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#### number.

# 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. Transactic Code (Instr. 8)	5. Number of Derivati Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	e Expiration Date (Month/Day/Yea	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	
1997 Rights (3)	(3)	05/03/2006		J	9,60	0 08/08/1988(4)	2 10/02/2006	Common Stock	9,600	
1997 Stock Options	\$ 29.06	05/03/2006		M	9,60	0 08/08/1988 <u>(6</u>	2 10/02/2006	Common Stock	9,600	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KATSAROS ARTHUR T 7201 HAMILTON BOULEVARD ALLENTOWN, PA 18195

Group V.P. - Dev & Tech

## **Signatures**

By: Linda M. Svoboda as Attorney in Fact

05/04/2006

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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) Transactions not required to be reported since last filing.
- (2) Shares represented by units of interest in the Company Stock Fund held under the issuer's Retirement Savings Plan.
- (3) These Rights were cancelled upon the exercise of the Options described herein.
- (4) Rights have exercise dates only during a 30 day period following a change in control of the Company (as defined in the LTIP).
- (5) Employee Stock Options (Options) granted under the issuer's Long-Term Incentive Plan (LTIP). Exercise of these Options cancels the related Rights described herein on a one-for-one basis.

Reporting Owners 2

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(6) One-third became exercisable 10/1/97; one-third became exercisable 10/1/98; and one-third became exercisable 10/1/99.

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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