SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
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1. Name and Address of Reporting Person* <u>HUCK PAUL E</u> (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol <u>AIR PRODUCTS & CHEMICALS INC</u> / <u>DE/</u> [APD] 3. Date of Earliest Transaction (Month/Day/Year)		tionship of Reporting Persor all applicable) Director Officer (give title below)	10% Owner Other (specify below)	
7201 HAMILTON BOULEVARD		· · ·	09/30/2011	Sr. V.P. CFO			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (Check Applicable	
ALLENTOWN	PA	18195		X	Form filed by One Report	ing Person	
(City)	(State)	(Zip)			Form filed by More than C Person	One Reporting	

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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	09/30/2011		М		29,000	A	\$38.02	98,544	D	
Common Stock	09/30/2011		F		19,099	D	\$76.37	79,445	D	
Common Stock	10/03/2011		F		1,335	D	\$73.87	78,110	D	
Common Stock	10/03/2011(1)		J		98.71	A	\$0.0000 ⁽²⁾	2,957.65	I	By RSP ⁽³⁾
Common Stock	10/03/2011(1)		J		282.73	A	\$0.0000(2)	11,705.013	I	By Spouse ⁽⁴⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts,	calls, wari	ants, optior	is, 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. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy) ⁽⁵⁾	\$38.02	09/30/2011		М			29,000	08/08/1988 ⁽⁶⁾	10/02/2011	Common Stock	29,000	\$0.0000	0.0000	D	

Explanation of Responses:

1. Transactions not required to be reported since last filing.

2. Not applicable to this security

3. Shares represented by units of interest in the Company Stock Fund held under the issuer's Retirement Savings Plan.

4. Shares owned by spouse as to which the reporting person disclaims beneficial ownership.

5. Employee Stock Options granted under the issuer's Long-Term Incentive Plan.

6. These options become exercisable in one-third increments on the first three anniversaries of grant.

Linda M. Svoboda as Attorney

<u>in Fact</u>

10/04/2011

** Signature of Reporting Person Date

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

* 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).

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

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 Number.