SEC Form 4

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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
Estimated average burden

Estimated average burden	
nours per response:	0.5

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1. Name and Address of Reporting Person* Crocco Michael S			2. Issuer Name and Ticker or Trading Symbol <u>AIR PRODUCTS & CHEMICALS INC</u> / <u>DE/</u> [APD]		tionship of Reporting Perso all applicable) Director Officer (give title below)	n(s) to Issuer 10% Owner Other (specify below)
(Last) 7201 HAMILTO	(First) (Middle) IILTON BOULEVARD		3. Date of Earliest Transaction (Month/Day/Year) 10/01/2010		V.P. and Contro	,
(Street) ALLENTOWN	,		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	Check Applicable ting Person Dne Reporting	
(City)	(State)	(Zip)			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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	10/01/2010		М		1,600	A	\$35.82	5,071	D	
Common Stock	10/01/2010		F		83	D	\$83.26	4,988	D	
Common Stock	10/01/2010		F		969	D	\$83.02	4,019	D	
Common Stock	10/01/2010(1)		J		144.13	A	\$0.0000 ⁽²⁾	2,625.54	Ι	By RSP ⁽³⁾

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

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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)		of		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) ⁽⁴⁾	\$35.82 ⁽²⁾	10/01/2010		М			1,600	08/08/1988 ⁽⁵⁾	10/03/2010	Common Stock	1,600	\$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. Employee Stock Options granted under the issuer's Long-Term Incentive Plan.

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

Linda M. Svoboda as Attorney

in Fact

10/04/2010

** 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.