

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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	
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1. Name and Address of Reporting Person* BROWN W DOUGLAS (Last) (First) (Middle) 7201 HAMILTON BOULEVARD (Street) ALLENTOWN PA 18195 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol AIR PRODUCTS & CHEMICALS INC /DE/ [APD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) V.P., General Counsel & Sec.
	3. Date of Earliest Transaction (Month/Day/Year) 11/04/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	(A) or (D)	Price			
Common Stock	11/04/2004		M		20,000	A	\$41.69	44,921	D	
Common Stock	11/04/2004		S		20,000	D	\$53.4	24,921	D	
Common Stock	11/04/2004		M		12,000	A	\$41.31	36,921	D	
Common Stock	11/04/2004		S		12,000	D	\$53.4	24,921	D	
Common Stock	11/04/2004		M		18,000	A	\$29.47	42,921	D	
Common Stock	11/04/2004		S		18,000	D	\$53.4	24,921	D	
Common Stock								24	I	By Custodian For Child
Common Stock								2,114.32	I	By RSSOP
Common Stock								636	I	By Spouse

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 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
1997 Rights - Brown ⁽¹⁾	(1)	11/04/2004		J ⁽¹⁾		20,000		08/08/1988 ⁽²⁾	07/02/2007	Common Stock	20,000	\$0	0.0000	D	
1997 Stock Option - Brown ⁽³⁾	\$41.69	11/04/2004		M		20,000		08/08/1988 ⁽⁴⁾	07/02/2007	Common Stock	20,000	\$0	0.0000	D	
1998 Rights ⁽¹⁾	(1)	11/04/2004		J ⁽¹⁾		12,000		08/08/1988 ⁽²⁾	10/02/2007	Common Stock	12,000	\$0	0.0000	D	
1998 Stock Options ⁽³⁾	\$41.31	11/04/2004		M		12,000		08/08/1988 ⁽⁵⁾	10/02/2007	Common Stock	12,000	\$0	0.0000	D	
1999 Rights ⁽¹⁾	(1)	11/04/2004		J ⁽¹⁾		18,000		08/08/1988 ⁽²⁾	10/02/2008	Common Stock	18,000	\$0	800	D	
1999 Stock Options ⁽³⁾	\$29.47	11/04/2004		M		18,000		08/08/1988 ⁽⁶⁾	10/02/2008	Common Stock	18,000	\$0	800	D	

Explanation of Responses:

1. These Rights were cancelled upon the exercise of the Options described herein.

2. Rights have exercise dates only during a 30 day period following a change in control of the Company (as defined in the LTIP).
3. 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.
4. One-third became exercisable 07/02/98; one-third became exercisable 10/01/99; and one-third became exercisable 10/01/00.
5. One-third became exercisable 10/1/98; one-third became exercisable 10/1/99; and one-third became exercisable 10/1/00.
6. One-third became exercisable 10/1/99; one-third became exercisable 10/1/00; and one-third became exercisable 10/1/01.

By: [Linda M. Svoboda as
Attorney in Fact](#)

[11/04/2004](#)

** 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.