

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) August 13, 2002  
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Air Products and Chemicals, Inc.  
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(Exact name of registrant as specified in charter)

Delaware

1-4534

23-1274455

-----  
(State or other jurisdiction of incorporation)

-----  
(Commission file number)

-----  
(IRS Identification number)

7201 Hamilton Boulevard, Allentown, Pennsylvania

18195-1501

-----  
(Address of principal executive officer)

-----  
(Zip Code)

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Registrant's telephone number, including area code

610 481-4911  
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Item 9. Regulation FD Disclosure.  
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On August 13, 2002, each of the Principal Executive Officer, John P. Jones III, and Principal Financial Officer, John R. Owings, of Air Products and Chemicals, Inc. submitted to the SEC sworn statements pursuant to Securities and Exchange Commission Order No. 4-460. A copy of each of these statements is attached hereto as an Exhibit (99.1 and 99.2).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Air Products and Chemicals, Inc.

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(Registrant)

Dated: 13 August 2002

By: /s/John R. Owings

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John R. Owings  
Vice President and Chief Financial Officer

INDEX TO EXHIBITS

Exhibit 99.1: Statement Under Oath of Principal Executive Officer dated August 13, 2002.

Exhibit 99.2: Statement under Oath of Principal Financial Officer dated August 13, 2002.

Statement Under Oath of Principal Executive Officer  
And Principal Financial Officer Regarding Facts and  
Circumstances Relating to Exchange Act Filings

I, John P. Jones III, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Air Products and Chemicals, Inc., and, except as corrected or supplemented in a subsequent covered report:

No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

No covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

Report of Air Products and Chemicals, Inc. on Form 10-K for the year ended September 30, 2001

All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Air Products and Chemicals, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and

Any amendments to any of the foregoing.

Dated: 13 August 2002

/s/ John P. Jones III  
-----  
John P. Jones III  
Chief Executive Officer

COMMONWEALTH OF PENNSYLVANIA    )  
  ) SS:  
COUNTY OF LEHIGH                    )

Subscribed and sworn to before me this 13th day of August 2002.

/s/ Lynn German Long  
-----  
Lynn German Long  
Notary Public

My Commission Expires: 4/25/04

Statement Under Oath of Principal Executive Officer  
And Principal Financial Officer Regarding Facts and  
Circumstances Relating to Exchange Act Filings

I, John R. Owings, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Air Products and Chemicals, Inc., and, except as corrected or supplemented in a subsequent covered report:
  - |X| No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - |X| No covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - |X| Report of Air Products and Chemicals, Inc. on Form 10-K for the year ended September 30, 2001
  - |X| All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Air Products and Chemicals, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - |X| Any amendments to any of the foregoing.

Dated: 13 August 2002

/s/ John R. Owings  
 -----  
 John R. Owings  
 Chief Financial Officer

COMMONWEALTH OF PENNSYLVANIA     )  
   ) SS:  
 COUNTY OF LEHIGH                    )

Subscribed and sworn to before me this 13th day of August 2002.

/s/ Lynn German Long  
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 Lynn German Long  
 Notary Public

My Commission Expires: 4/25/04