

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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) 10 May 2002

Air Products and Chemicals, Inc.

(Exact name of registrant as specified in charter)

Delaware

1-4534

23-1274455

(State of other jurisdiction
of incorporation)

(Commission file number)

(IRS Identification
number)

7201 Hamilton Boulevard, Allentown, Pennsylvania

18195-1501

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (610) 481-4911

Item 4. Changes in Registrant's Certifying Accountant.

The Audit Committee of the Board of Directors of Air Products and Chemicals, Inc. ("Air Products") annually considers and recommends to the Board the selection of Air Products' independent public accountants. As recommended by Air Products' Audit Committee, the Board of Directors on 7 May 2002 decided to no longer engage Arthur Andersen LLP ("Andersen") as Air Products' independent public accountants and has engaged KPMG LLP to serve as Air Products' independent public accountants for the fiscal year ending 30 September 2002.

Andersen's reports on Air Products' consolidated financial statements for the past two years did not contain an adverse opinion or disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope or accounting principles.

During Air Products' two most recent fiscal years and through the date of this Form 8-K, there were no disagreements with Andersen on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedure which, if not resolved to Andersen's satisfaction, would have caused it to make reference to the subject matter in connection with its report on Air Products' consolidated financial statements for such years. There were no reportable events as listed in Item 304(a)(1)(v) of Regulation S-K.

Air Products has provided Andersen with a copy of the foregoing disclosure. Attached as Exhibit 16 is a copy of Andersen's letter, dated 10 May 2002, stating its agreement with such statements.

During Air Products' two most recent fiscal years and through the date of this Form 8-K, Air Products did not consult with KPMG LLP with respect to the application of accounting principles to a specified transaction, either completed or posed, or the type of audit opinion that might be rendered on Air

Products' consolidated financial statements, or any other matters or reportable events listed in Items 304(a)(2)(i) and (ii) of Regulation S-K.

Item 7. Financial Statements and Exhibits

c) Exhibits. The following Exhibits are filed with this document.

Exhibit Number	Description
16	Letter from Arthur Andersen LLP to the Securities and Exchange Commission dated 10 May 2002
99	Press Release dated 7 May 2002

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.

(Registrant)

Dated: 10 May 2002

By:

/s/ Leo J. Daley

Leo J. Daley
Vice President - Finance
(Chief Financial Officer)

EXHIBIT INDEX

Exhibit Number -----	Description -----
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99	Press Release dated 7 May 2002

[ANDERSEN LOGO]

Arthur Andersen LLP
1601 Market Street
Philadelphia, PA 19103-2499

Tel 267 675 6000

www.andersen.com

10 May 2002

Office of the Chief Accountant
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Dear Sir/Madam:

We have read the first four paragraphs of Item 4 included in the Form 8-K dated 10 May 2002 of Air Products and Chemicals, Inc. to be filed with the Securities and Exchange Commission and are in agreement with the statements contained therein.

Very truly yours,

/s/ Arthur Andersen LLP

cc: Mr. Leo J. Daley, Chief Financial Officer, Air Products and Chemicals, Inc.

AIR PRODUCTS APPOINTS KPMG LLP AS EXTERNAL AUDITOR

LEHIGH VALLEY, Pa. (May 10, 2002) - Air Products and Chemicals, Inc. (NYSE:APD) announced today that its Board of Directors has appointed KPMG LLP as the company's independent auditor for the fiscal year ending September 30, 2002. After extensive evaluation, the Board selected KPMG based on its experience in the chemicals industry, its global capabilities, and the skilled professionals assigned to Air Products' account.

KPMG replaces Arthur Andersen LLP as Air Products' independent auditor. The decision to change auditors was not the result of any disagreement between the company and Arthur Andersen on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedures.

Air Products chairman and chief executive officer John P. Jones said, " We look forward to working with KPMG as our independent auditor." In addition, Mr. Jones said, "Air Products had a long relationship with Arthur Andersen and was satisfied with Andersen's services, professionalism and independence. Unfortunately, we believe the changes occurring within Andersen will prevent the firm from continuing to serve our needs on a global basis."

Air Products and Chemicals, Inc. (www.airproducts.com) is the world's only combined gases and chemicals company. Founded more than 60 years ago, the business has annual revenues of \$5.7 billion and operations in 30 countries. Air Products is a market leader in the global electronics and chemical processing industries, and a longstanding innovator in many industrial markets, including coatings, adhesives and polyurethanes. The company distinguishes itself through its 18,000 employees around the world, who build lasting relationships with their customers and communities based on understanding, integrity and passion.

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