

AIRGAS INC  
Form 4  
May 24, 2016

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HOVEY JAMES W**

(Last) (First) (Middle)

**C/O AIRGAS, INC., 259 N.  
RADNOR-CHESTER ROAD, STE.  
100**

(Street)

**RADNOR, PA 19087**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**AIRGAS INC [ARG]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/23/2016**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
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)	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)
Common Stock	04/25/2016		G	10,000	D <u>11</u> 3,493	D	
Common Stock	05/23/2016		D	<u>3,493</u> (2)	D <u>143</u> (2) 0	D	
Common Stock	05/23/2016		D	<u>79,240</u> (2)	D <u>143</u> (2) 0	I	By Family Trust

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

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SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 57.49	05/23/2016		D	6,500	<u>(3)</u>	08/05/2016	Common Stock	6,500
Stock Option (Right to Buy)	\$ 44.18	05/23/2016		D	7,000	<u>(3)</u>	08/18/2017	Common Stock	7,000
Stock Option (Right to Buy)	\$ 67.63	05/23/2016		D	5,500	<u>(3)</u>	09/23/2018	Common Stock	5,500
Stock Option (Right to Buy)	\$ 64.05	05/23/2016		D	5,782	<u>(3)</u>	08/29/2019	Common Stock	5,782
Stock Option (Right to Buy)	\$ 82.74	05/23/2016		D	4,600	<u>(3)</u>	08/14/2020	Common Stock	4,600
Stock Option (Right to Buy)	\$ 105.41	05/23/2016		D	4,500	<u>(3)</u>	08/06/2021	Common Stock	4,500
Stock Option (Right to	\$ 107.17	05/23/2016		D	5,000	<u>(3)</u>	08/05/2022	Common Stock	5,000

Buy)

Stock

Option (Right to Buy)	\$ 102.7	05/23/2016	D	6,300	<u>(3)</u>	08/04/2023	Common Stock	6,300
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## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

HOVEY JAMES W  
C/O AIRGAS, INC.  
259 N. RADNOR-CHESTER ROAD, STE. 100  
RADNOR, PA 19087

X

## Signatures

Robert H. Young, Jr., Attorney-in-Fact for James W.  
Hovey

05/24/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) Not applicable.

(2) Disposed of pursuant to an Agreement and Plan of Merger, dated as of November 17, 2015, among the Issuer, L'Air Liquide, S.A. and AL Acquisition Corporation, an indirect wholly owned subsidiary of Air Liquide ("Merger Agreement"), in exchange for the cash merger consideration of \$143.00 per share of Airgas, Inc. common stock disposed of by the reporting person in connection with the merger.

(3) Pursuant to the Merger Agreement, each stock option outstanding on the effective date of the merger, whether vested or unvested, was canceled in exchange for a cash payment equal to the product of (x) the excess of the cash per share merger consideration (\$143.00) over the exercise price of the stock option and (y) the number of shares of common stock subject to the option on the effective day of the merger.

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

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