

AIRGAS INC
Form 4
March 12, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCCAUSLAND PETER

(Last) (First) (Middle)

C/O AIRGAS, INC., 259 N.
RADNOR-CHESTER RD, 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)

03/10/2008

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)

Chariman, President and CEO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 06/15/2007 | | G | V 350,000 (1) D (2) | 6,901,910 (3) | D | |
| Common Stock | 08/07/2007 | | G | V 7,549 D (2) | 6,894,361 (3) | D | |
| Common Stock | 12/11/2007 | | G | V 18,729 D (2) | 6,875,632 (3) | D | |
| Common Stock | 01/31/2008 | | G | V 7,114 D (2) | 6,868,518 (3) | D | |
| Common Stock | 03/10/2008 | | M | 130,000 A \$ 15.94 | 6,998,518 (3) | D | |

| | | | |
|--------------|------------------------|---|---------------------|
| Common Stock | 250,000 ⁽⁴⁾ | I | By Trusts |
| Common Stock | 41,500 ⁽⁵⁾ | I | By immediate family |
| Common Stock | 43,707 ⁽⁶⁾ | I | By 401(k) plan |

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) | \$ 15.94 | 03/10/2008 | | M | 130,000 | ⁽⁷⁾ 05/14/2008 | Common Stock 130,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MCCAUSLAND PETER C/O AIRGAS, INC. 259 N. RADNOR-CHESTER RD, STE. 100 RADNOR, PA 19087 | X | X | Chariman, President and CEO | |

Signatures

Robert H. Young, Jr., Attorney-in-Fact for Peter McCausland 03/12/2008

__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) Includes 250,000 shares transferred on 6/15/2007 to two separate grantor retained annuity trusts of which Peter McCausland is a co-trustee and either he or his spouse is a beneficiary.
- (2) Not applicable.
- (3) Includes 15,700 shares owned directly by Peter McCausland and indirectly by his spouse.
- (4) Represents 250,000 shares held in two separate grantor retained annuity trusts of which Peter McCausland is a co-trustee and either he or his spouse is a beneficiary.
- (5) Represents 41,500 shares owned directly by his spouse and indirectly by Peter McCausland.

The information presented is as of 03/07/2008, the date of the latest available statement of the reporting person's holdings of Airgas, Inc. common stock in his 401(k) plan. Since May 3, 2007, the date of the statement relied upon for the amount reported on the reporting person's Form 4 dated May 7, 2007, a total of 510 shares of common stock have been acquired in the reporting person's 401(k) plan through transactions exempt under Section 16(b).

- (7) These options became exercisable in 25% equal increments on each of 5/14/1999, 5/14/2000, 5/14/2001 and 5/14/2002.

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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