## Edgar Filing: ANADARKO PETROLEUM CORP - Form 4

### ANADARKO PETROLEUM CORP

Form 4

November 12, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB APPROVAL				
								OMB Number:	3235-0287			
Check this box								Expires:	January 31,			
subject to Section 1 Form 4 c	if no longer subject to Section 16. Form 4 or  STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						NERSHIP OF	Estimated average burden hours per response 0.5				
Form 5 obligations may continue.  See Instruction 1(b).  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)												
Douglas Margaret C. Symbol				NADARKO PETROLEUM CORP					5. Relationship of Reporting Person(s) to Issuer			
									(Check all applicable)			
(Last)	. , , , , , , , , , , , , , , , , , , ,					ansaction			Director _X_ Officer (give	Owner er (specify		
ANADARKO PETROLELIM 11/00/2012 below)								below) f Accounting C	officer			
				endment, Date Original nth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
									Person			
(City)	(State)	(Zip)	Table	e I - No	n-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution Date, if				actio 8)	4. Securi r(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
~				Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	11/08/2013			M		1,598	A	\$ 0	17,396	D		
Common Stock	11/08/2013			F		670	D	\$ 90.97	16,726	D		
Common Stock	11/09/2013			M		2,460	A	\$ 0	19,186	D		
Common Stock	11/09/2013			F		1,031	D	\$ 90.97	18,155	D		

8,960

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Common 401(k)Stock Plan

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ive Expi (Mo	ate Exerc iration D nth/Day/		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Instr
				Code V	(A) (D		e rcisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	11/08/2013		M	1,59	98	(2)	<u>(2)</u>	Common Stock	1,598	\$
Restricted Stock Units	(1)	11/09/2013		M	2,40	50	<u>(2)</u>	(2)	Common Stock	2,460	\$

# **Reporting Owners**

Reporting Owner Name / Address Director 10% Owner Officer Other

Douglas Margaret C. ANADARKO PETROLEUM CORPORATION 1201 LAKE ROBBINS DRIVE THE WOODLANDS, TX 77380

SVP, Chief Accounting Officer

Relationships

## **Signatures**

/s/ Linda Mansker by power of atty. for Margaret C. 11/12/2013 Douglas

> \*\*Signature of Reporting Person Date

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# **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) Each restricted stock unit represents a contingent right to receive one share of APC common stock.
- (2) The restricted stock units vest in three annual installments beginning one year after the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.