Edgar Filing: ANADARKO PETROLEUM CORP - Form 4

ANADARK Form 4 October 17,	O PETROLEUM 2006	CORP									
FORM	ЛЛ								OMB AF	PROVAL	
	UNITED	STATES		RITIES A			NGE C	COMMISSION	OMB Number:	3235-0287	
Check th if no lon	der.								Expires:	January 31,	
subject t Section	51AIEN 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								2005 verage 's per	
Form 5 obligation may con	obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						response	0.5			
(Print or Type	Responses)										
GORDON JOHN R Symbol								5. Relationship of Reporting Person(s) to Issuer			
			ANAD [APC]	ADARKO PETROLEUM CORP PC]				(Check all applicable)			
	KO PETROLEUN TION, 1201 LAF			of Earliest T Day/Year) 2006	ransaction			X Director Officer (give t below)		Owner r (specify	
(Street) 4. If A			4. If Am	Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
THE WOO	DLANDS, TX 77	/380	Filed(Mc	onth/Day/Yea	ır)			Applicable Line) _X_ Form filed by O Form filed by Mo Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	(Instr. 3, 4	ed of (and 5 (A) or	D)	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	10/17/2006			Code V M	Amount 20,000	(D) A	Price \$ 15.968	147 920	D		

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

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

 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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nui of S
Non-Qualified Stock Option (right to buy)	\$ 15.9688	10/17/2006		М	20,000	10/27/1997	10/27/2006	Common Stock	20

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Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
GORDON JOHN R ANADARKO PETROLEUM CORPORATION 1201 LAKE ROBBINS DR. THE WOODLANDS, TX 77380	Х				
Signatures					
Linda Mansker by power of atty. for John R. Gordon		10/17/2006			
**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).

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.