

ALBERT CONRAD P
Form 4
May 10, 2006

FORM 4

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

OMB APPROVAL

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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 *
ALBERT CONRAD P

2. Issuer Name and Ticker or Trading Symbol
ANADARKO PETROLEUM CORP [APC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
1201 LAKE ROBBINS DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2006

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

THE WOODLANDS, TX 77380
(City) (State) (Zip)

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

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/09/2006		M	10,000 A	\$ 36.3125	31,113	D
Common Stock	05/09/2006		M	5,000 A	\$ 32.4688	36,113	D
Common Stock	05/09/2006		M	5,000 A	\$ 30.0312	41,113	D
Common Stock	05/09/2006		M	5,000 A	\$ 48.4375	46,113	D
Common Stock	05/09/2006		M	5,000 A	\$ 58.69	51,113	D

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Common Stock	05/09/2006	M	5,000	A	\$ 42.26	56,113	D	
Common Stock	05/09/2006	M	5,000	A	\$ 42.905	61,113	D	
Common Stock	05/09/2006	M	3,750	A	\$ 66.73	64,863	D	
Common Stock	05/09/2006	S	43,750	D	\$ 106.5202	21,113	D	
Common Stock						8,573	I	By Children
Common Stock						3,000	I	By Wife

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.

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 30.0312	05/09/2006		M	5,000	07/14/2000	10/26/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.4688	05/09/2006		M	5,000	07/14/2000	10/29/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 36.3125	05/09/2006		M	10,000	10/27/1998	10/27/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 42.26	05/09/2006		M	5,000	07/29/2004	07/29/2012	Common Stock
	\$ 42.905	05/09/2006		M	5,000	10/30/2005	10/30/2013	

