

Lawler Robert D.
Form 3
July 13, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Lawler Robert D.		(Month/Day/Year)	ANADARKO PETROLEUM CORP [APC]	
(Last)	(First)	(Middle)	07/09/2012	
ANADARKO PETROLEUM CORPORATION,Â 1201 LAKE ROBBINS DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner		
	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other	6. Individual or Joint/Group Filing(Check Applicable Line)	
	(give title below) (specify below)		<input checked="" type="checkbox"/> Form filed by One Reporting Person	
	SVP, Intl./Deepwater Operation		<input type="checkbox"/> Form filed by More than One Reporting Person	
THE WOODLANDS,Â TXÂ 77380				
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	6,705	D	Â
Common Stock	7,027	I	401(k) Plan

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Non Qualified Stock Option (Right to Buy)	Â (1)	11/10/2016	Common Stock	11,500	\$ 65.44	D	Â
Non Qualified Stock Option (Right to Buy)	Â (1)	11/04/2015	Common Stock	7,433	\$ 35.18	D	Â
Non Qualified Stock Option (Right to Buy)	Â (1)	11/08/2018	Common Stock	17,416	\$ 83.95	D	Â
Non Qualified Stock Option (Right to Buy)	Â (1)	11/09/2017	Common Stock	14,365	\$ 63.34	D	Â
Non Qualified Stock Option (Right to Buy)	Â (1)	03/13/2015	Common Stock	6,650	\$ 65.99	D	Â
Non Qualified Stock Option (Right to Buy)	Â (1)	03/06/2016	Common Stock	4,373	\$ 33.07	D	Â
Restricted Stock Units	Â (2)	Â (2)	Common Stock	1,733	\$ (3)	D	Â
Restricted Stock Units	Â (2)	Â (2)	Common Stock	5,420	\$ (3)	D	Â
Restricted Stock Units	Â (2)	Â (2)	Common Stock	7,210	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lawler Robert D. ANADARKO PETROLEUM CORPORATION 1201 LAKE ROBBINS DRIVE THE WOODLANDS, TX 77380	Â	Â	Â SVP, Intl./Deepwater Operation	Â

Signatures

/s/Linda Mansker by power of atty. for Robert D. Lawler 07/13/2012

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The option is exercisable in three annual installments beginning one year after the date of grant.
- (2) The restricted stock units vest in three annual installments beginning one year after the date of grant.

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(3) Each restricted stock unit represents a contingent right to receive one share of APC common stock.

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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