REEVES ROBERT K

Form 4

October 30, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations may continue.

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

See Instruction

1(b).

(Print or Type Responses)

(
1. Name and Address of Reporting Person ** REEVES ROBERT K	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) ANADARKO PETROLEUM CORPORATION, 1201 LAKE ROBBINS DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 10/26/2017	Director 10% OwnerX_ Officer (give title Other (specify below)			
(Street)	4. If Amendment, Date Original Filed(Month/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			
THE WOOD! ANDS TX 77380					

THE WOODLANDS, TX 77380

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities Acc	quired, Disposed	of, or Benefic	ially 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. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	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)
Common Stock	10/26/2017		M	4,191	A	\$0	118,461	D	
Common Stock	10/26/2017		F	1,758	D	\$ 47.69	116,703	D (1)	
Common Stock							4,252	I	401(k) Plan
Common Stock							95,000	I (2)	By Family Limited Partnership

Person

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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)	Code	5. Number to for 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)		8. Pr Deriv Secu (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(3)</u>	10/26/2017	M	4,191	<u>(4)</u>	<u>(4)</u>	Common Stock	4,191	\$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

REEVES ROBERT K ANADARKO PETROLEUM CORPORATION 1201 LAKE ROBBINS DRIVE THE WOODLANDS, TX 77380

EVP, Law & CAO

Signatures

/s/ Courtney H. Landry by power of atty. for Robert K. Reeves

10/30/2017

**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 29 shares of common stock acquired as a result of dividend equivalents with respect to restricted stock units. The dividend equivalents were accrued and reinvested in shares of the Company's common stock and paid upon vesting of the underlying award.
- (2) The reporting person disclaims beneficial ownership of these shares.
- (3) Each restricted stock unit represents a contingent right to receive one share of APC common stock.
- (4) The restricted stock units vest in three annual installments beginning one year after the date of grant.

Reporting Owners 2

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