

ANADARKO PETROLEUM CORP  
Form 8-K  
May 19, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
FORM 8-K  
CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of earliest event reported): May 18, 2010**

**ANADARKO PETROLEUM CORPORATION**  
(Exact name of registrant as specified in its charter)

**Delaware**

**1-8968**

**76-0146568**

(State or Other Jurisdiction  
of Incorporation)

(Commission File Number)

(I.R.S. Employer  
Identification No.)

**1201 Lake Robbins Drive  
The Woodlands, Texas 77380-1046**

(Address of principal executive offices including Zip Code)

**(832) 636-1000**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On May 18, 2010, Anadarko Petroleum Corporation (the Company) held its 2010 Annual Meeting of Stockholders. The following table presents the final voting results for the items that were presented for stockholder approval:

	For	Against	Abstentions	Broker Non-Votes
(a) Election of Class III Directors *:				
H. Paulett Eberhart	343,269,484	29,427,417	4,260,063	42,786,839
Preston M. Geren III	343,269,133	29,398,617	4,289,214	42,786,839
James T. Hackett	331,271,918	41,366,942	4,318,104	42,786,839
(b) Ratification of the appointment of KPMG LLP as the independent auditors for 2010	409,500,409	5,869,063	4,374,331	
(c) Stockholder Proposal Amendment to Non-Discrimination Policy	124,915,073	192,950,387	59,091,504	42,786,839
(d) Stockholder Proposal Amendment to By-Laws: Reimbursement of Expenses for Director Nominees	162,911,973	202,089,368	11,955,623	42,786,839

\* The other incumbent directors whose term of office continued were as follows:  
Robert J. Allison, Jr.,  
John R. Butler, Jr., Luke R. Corbett, Peter J. Fluor, John R. Gordon and Paula Rosput Reynolds.

All three nominated directors were elected to serve for terms of one year and the appointment of KPMG LLP as the independent auditors for 2010 was ratified. The non-binding stockholder proposals under Items (c) and (d) did not pass.

For additional information on these proposals, please see the Company's definitive proxy statement filed with the Securities and Exchange Commission on March 26, 2010.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ANADARKO PETROLEUM  
CORPORATION**  
(Registrant)

Dated: May 19, 2010

By: /s/ Robert K. Reeves  
Robert K. Reeves  
Senior Vice President, General Counsel  
and Chief Administrative Officer