

ANADARKO PETROLEUM CORP

Form DEFA14A

April 08, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. )

Filed by the Registrant ☐

Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☐ Soliciting Material Pursuant to §240.14a-12

**Anadarko Petroleum Corporation**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☐ No fee required.
  - ☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- (1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to be held on 05/20/08. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The following materials are available for view: Notice and Proxy Statement and Annual Report To view this material, visit:  
<http://bnymellon.mobular.net/bnymellon/apc> If you want to receive a paper or e-mail copy of the above listed documents you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below on or before 05/06/08. To request material: Internet: [www.proxyvote.com](http://www.proxyvote.com) Telephone: 1-800-579-1639 \*\*Email: [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com) \*\*If requesting material by e-mail please send a blank e-mail with the 12-digit Control# (located on the following page) in the subject line. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor. ANADARKO PETROLEUM CORPORATION Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting you will need to request a ballot to vote C/O BROADRIDGE these shares. 51 MERCEDES WAY EDGEWOOD, NY 11717 To vote now by Internet, go to [WWW.PROXYVOTE.COM](http://WWW.PROXYVOTE.COM). Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your notice in hand when you access the web site and follow the instructions. Vote In Person Vote By Internet

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Meeting Location The Annual Meeting for holders as of 03/26/08 is to be held on 05/20/08 at 8:00 A.M.  
CDT at: The Woodlands Resort & Conference Center 2301 N. Millbend Drive The Woodlands, TX  
77380 DIRECTIONS TO THE ANNUAL MEETING OF STOCKHOLDERS FROM DOWNTOWN  
HOUSTON The Woodlands Resort & Conference Center 2301 N. Millbend Drive The Woodlands, Texas  
77380 Head north on I-45. Exit Woodlands Parkway, Exit 76B. Merge onto Woodlands Parkway. Turn  
left at Grogans Mill Road. Turn right at N. Millbend Drive.

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Voting items The Board of Directors recommends a vote FOR Items 1, 2, 3 and 4 and AGAINST Items 5 and 6. ITEM 1. Election of Directors Nominees: 01) John R. Butler, Jr. 02) Luke R. Corbett 03) John R. Gordon THIS PROXY WILL BE VOTED AS DIRECTED, OR IF NO DIRECTIONS IS INDICATED, WILL BE VOTED FOR ITEMS 1, 2, 3 AND 4 AND AGAINST ITEMS 5 AND 6. ITEM 2. Ratification of appointment of KPMG LLP as independent auditors ITEM 3. Approval of 2008 Omnibus incentive Compensation Plan ITEM 4. Approval of 2008 Director Compensation Plan The Board of Directors recommends a vote AGAINST Items 5 and 6 ITEM 5. Stockholder Proposal -Declassification of Board ITEM 6. Stockholder Proposal Amendment to Non-Discrimination Policy

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