

APPLERA CORP
Form 4
November 03, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
DEBLASI UGO D

(Last) (First) (Middle)

APPLERA CORPORATION, 301 MERRITT 7

(Street)

NORWALK, CT 06851-1070

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
APPLERA CORP [ABI/CRA]

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Vice President and Controller

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Applied Biosystems Group Common Stock | 11/01/2005 | | M | | \$ 1,573 A 24.695 (1) | | |
| | | | | | \$ 3,839.9205 (2) | D | |
| Applied Biosystems Group Common Stock | 11/01/2005 | | D | | \$ 1,573 D 24.695 (1) | | |
| | | | | | \$ 2,266.9205 (2) | D | |

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

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(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) | 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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Applied Biosystems Group Series FY03-3 Performance Units | \$ 0 ⁽³⁾ | 11/01/2005 | | M | 2,500 ⁽⁴⁾ | ⁽³⁾ 03/24/2013 | Applied Biosystems Group Common Stock ⁽³⁾ 2,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DEBLASI UGO D APPLERA CORPORATION 301 MERRITT 7 NORWALK, CT 06851-1070 | | | Vice President and Controller | |

Signatures

/s/ Thomas P. Livingston, Attorney-In-Fact for Ugo D.
DeBlasi

11/03/2005

**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) Represents settlement of Performance Units for cash as described in footnote 4 below. Price listed is the fair market value of Applera Corporation - Applied Biosystems Group Common Stock ("ABI Stock") on the settlement date.
- (2) Includes .0153 shares of ABI Stock purchased between April 2003 and July 2005 under the issuer's employee stock purchase plan.

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The Performance Units provide for payment upon ABI Stock attaining price targets of \$18.54 and \$22.29 per share for a specified period
(3) and are payable over a minimum of eight quarters, subject to continued employment and an aggregate program expense cap. Units are payable in cash equal to \$15.54 for each Performance Unit.

(4) Represents the payment fo 2,500 Performance Units upon attainment of the \$22.29 price target described in footnote 3 above.

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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