

KERR BARBARA J
Form 4
May 04, 2006

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 *
KERR BARBARA J

(Last) (First) (Middle)

APPLERA CORP - APPLIED
BIOSYSTEMS GROUP, 850
LINCOLN CENTRE DRIVE

(Street)

FOSTER CITY, CA 94404

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/02/2006

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-Human Resources

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 (D) | Price | |
| Applied Biosystems Group Common Stock | 05/02/2006 | | M | | 7,433 | \$ 15.54 | A 14,247.9082 (1) D |
| Applied Biosystems Group Common Stock | 05/02/2006 | | S(2) | | 189 | \$ 28.65 | (1) D 14,058.9082 (1) D |
| | 05/02/2006 | | S(2) | | 139 | | D |

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| | | | | | | | | |
|---------------------------------------|------------|-------------|-----|---|----------|----------------|------------|---|
| Applied Biosystems Group Common Stock | | | | | | \$ 13,919.9082 | | |
| | | | | | | 28.61 | <u>(1)</u> | |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 239 | D | \$ 28.6 | 13,680.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 159 | D | \$ 28.59 | 13,521.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 80 | D | \$ 28.57 | 13,441.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 60 | D | \$ 28.56 | 13,381.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 398 | D | \$ 28.55 | 12,983.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 537 | D | \$ 28.54 | 12,446.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 756 | D | \$ 28.53 | 11,690.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 259 | D | \$ 28.52 | 11,431.9082 | <u>(1)</u> | D |
| | 05/02/2006 | <u>S(2)</u> | 219 | D | | | | D |

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| | | | | | | | | |
|---------------------------------------|------------|-------------|-------|---|----------|----------------|------------|---|
| Applied Biosystems Group Common Stock | | | | | | \$ 11,212.9082 | | |
| | | | | | | 28.51 | <u>(1)</u> | |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 1,294 | D | \$ 28.5 | 9,918.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 776 | D | \$ 28.49 | 9,142.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 1,015 | D | \$ 28.48 | 8,127.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 378 | D | \$ 28.47 | 7,749.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 318 | D | \$ 28.46 | 7,431.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 80 | D | \$ 28.45 | 7,351.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 358 | D | \$ 28.44 | 6,993.9082 | <u>(1)</u> | D |
| Applied Biosystems Group Common Stock | 05/02/2006 | <u>S(2)</u> | 179 | D | \$ 28.42 | 6,814.9082 | <u>(1)</u> | D |

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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 (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 Employee Stock Options-Right to Buy | \$ 15.54 | 05/02/2006 | | M | 7,433 | <u>(3)</u> 03/24/2013 | Applied Biosystems Group Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KERR BARBARA J APPLERA CORP - APPLIED BIOSYSTEMS GROUP 850 LINCOLN CENTRE DRIVE FOSTER CITY, CA 94404 | | | Vice President-Human Resources | |

Signatures

| | |
|--|------------|
| /s/ Thomas P. Livingston, Attorney-In-Fact for Barbara J. Kerr | 05/04/2006 |
| **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).

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- (1) Includes 134.3385 shares of ABI Stock purchased in March 2006 under the issuer's employee stock purchase plan.
- (2) Reflects sale by independent third-party administrator under the issuer's Insider Diversification Program.

These options originally became exercisable in four equal annual installments, commencing March 24, 2004. Effective January 20, 2005,

- (3) the vesting of all of these options was accelerated. However, shares received upon the exercise of accelerated options are subject to a restriction on transfer (covering sales, gifts, pledges, and any other method of disposition) that will remain in effect until the earlier of the original vesting date of those options or termination of the reporting person's employment with the issuer.

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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