

APRIA HEALTHCARE GROUP INC

Form 4

April 18, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MASTROVICH LAWRENCE A

2. Issuer Name and Ticker or Trading  
Symbol  
APRIA HEALTHCARE GROUP  
INC [AHG]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/16/2007

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
President and C.O.O.

C/O APRIA HEALTHCARE  
GROUP INC, 26220 ENTERPRISE  
COURT

(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  
Person

LAKE FOREST, CA 92630

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|---|---|--|--|---|
| Common<br>Stock                       | 04/16/2007                              |   | M <sup>(1)</sup>                        | 300 A   | \$<br>24.18  | 60,483 <sup>(2)</sup>  | D   |
| Common<br>Stock                       | 04/16/2007                              |   | S <sup>(3)</sup>                        | 300 D   | \$<br>34.25  | 60,183 <sup>(2)</sup>  | D   |
| Common<br>Stock                       | 04/17/2007                              |   | M <sup>(1)</sup>                        | 49,700 A  | \$<br>24.18  | 109,883 <sup>(2)</sup>   | D   |
| Common<br>Stock                       | 04/17/2007                              |   | S <sup>(3)</sup>                        | 49,700 D  | \$<br>34.25  | 60,183 <sup>(2)</sup>  | D   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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) | 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 Security (Instr. 3 and 4) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
| Employee Stock Option (Right to Buy) <sup>(1)</sup> | \$ 24.18   | 04/16/2007                           |  | M                              | 300   | 04/04/2003 <sup>(1)</sup> 04/03/2012                     | Common Stock 300  |
| Employee Stock Option (Right to Buy) <sup>(1)</sup> | \$ 24.18   | 04/17/2007                           |  | M                              | 49,700  | 04/04/2003 <sup>(1)</sup> 04/03/2012                     | Common Stock 49,700   |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

MASTROVICH LAWRENCE A  
C/O APRIA HEALTHCARE GROUP INC  
26220 ENTERPRISE COURT  
LAKE FOREST, CA 92630

President and C.O.O.

## Signatures

Lawrence A. Mastrovich by Robert S. Holcombe,  
Attorney-In-Fact

04/18/2007

                    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) Exercise of employee stock options granted under the Issuer's Amended and Restated 1992 Stock Incentive Plan, which vested in three installments and became fully vested on April 3, 2005.
- (2) Includes 40,000 restricted shares subject to vesting.
- (3) Sale made under terms of Reporting person's Rule 10b5-1 Trading Plan entered into on March 7, 2007.

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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