

APRIA HEALTHCARE GROUP INC  
 Form 4  
 April 18, 2007

**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 \*  
**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  
 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)  
 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 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	Price	
Common Stock	04/16/2007		M <sup>(1)</sup>		300	\$ 24.18	A 60,483 <sup>(2)</sup> D
Common Stock	04/16/2007		S <sup>(3)</sup>		300	\$ 34.25	D 60,183 <sup>(2)</sup> D
Common Stock	04/17/2007		M <sup>(1)</sup>		49,700	\$ 24.18	A 109,883 <sup>(2)</sup> D
Common Stock	04/17/2007		S <sup>(3)</sup>		49,700	\$ 34.25	D 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.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with columns: 1. Title of Derivative Security, 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). Rows include Employee Stock Option (Right to Buy) with details on price, date, and expiration.

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for MASTROVICH LAWRENCE A, C/O APRIA HEALTHCARE GROUP INC, 26220 ENTERPRISE COURT, LAKE FOREST, CA 92630, with relationship of 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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