**APACHE CORP** Form 4 June 05, 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

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* MCARDLE JANINE J

2. Issuer Name and Ticker or Trading Symbol

APACHE CORP [APA]

(Month/Day/Year)

Filed(Month/Day/Year)

ONE POST OAK CENTRAL, 2000 POST OAK BOULEVARD, SUITE 100

(Street)

(First)

(Middle)

3. Date of Earliest Transaction 06/05/2007

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Vice President

10% Owner

Other (specify

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

Applicable Line)

Director

X\_ Officer (give title

Issuer

below)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

HOUSTON, TX 77056-4400

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)		sed of	` ′	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	(Ilisti. 3 aliu 4)		
Common Stock (1)	06/05/2007		M(2)	875	A	\$ 0	18,475	D	
Common Stock (1)	06/05/2007		F(3)	232	D	\$ 81.45	18,243	D	
Common Stock (1)	06/05/2007		M	2,000	A	\$ 27.9762	20,243	D	
Common Stock (1)	06/05/2007		S	2,000	D	\$ 83	18,243	D	
Common Stock (1)							114	I	Held by Son

Common	462	_	Held by
Stock (1)	462	1	Spouse

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

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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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day,	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option- Buy \$27.9762	\$ 27.9762	06/05/2007		M	2,000	<u>(5)</u>	12/17/2012	Common Stock (1)	2,000
Restricted Stock Units (4)	\$ 0 (6)	06/05/2007		M	875	(2)	(2)	Common Stock (1)	875

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
<b>Fg</b>	Director 10% Owner Officer		Officer	Other		
MCARDLE JANINE J						
ONE POST OAK CENTRAL			Vice			
2000 POST OAK BOULEVARD, SUITE 100			President			

HOUSTON, TX 77056-4400

### **Signatures**

Cheri L. Peper, Attorney-in-Fact

\*\*Signature of Reporting Person Date

Reporting Owners 2

#### Edgar Filing: APACHE CORP - Form 4

#### **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).
- The shares of common stock of Apache are deemed to also represent certain preferred stock purchase rights ('Rights'). The Rights are not currently exercisable or separately tradable and presently are evidenced by certificates for shares of the common stock. Value attributable to such Rights, if any, is reflected in the market price of the common stock.
- (2) Vesting on 06/01/07 of restricted stock units under employer plan data provided by plan administrator on 06/05/07. Vesting occurs 25% per year over four years.
- (3) Shares withheld to cover required tax withholding on vesting of restricted stock data provided by plan administrator on 06/05/07.
- (4) With tandem tax withholding right
- (5) Exercisable ratably over four years, beginning 12/17/2003.
- (6) One share of Apache common stock for each restricted stock unit.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.