STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

APACHE CORP

Form 4

December 21, 2007

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

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

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

Person

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * PLANK RAYMOND			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			APACHE CORP [APA]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
ONE POST OAK CENTRAL, 2000 POST OAK BLVD, STE 100			12/21/2007	_X_ Officer (give title Other (specify		
				below) below)		
	, , , ,			Chairman / of the Board		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		

## HOUSTON, TX 77056-4400

(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. , if TransactionAc Code Di		4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock (1)	12/21/2007		Code V M(2)	Amount 4,219	or (D)	Price \$ 0	(Instr. 3 and 4) 181,680	D	
Common Stock (1)							8,692.988	I	Held by Trustee of 401(k) Plan
Common Stock (1)							4,000	I	Plank Family Apache Assoc L.P.
							17,750	I	

Common			
Stock (1)			

Plank Family Apache Inv. L.P.

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. Transactio Code (Instr. 8)	*		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Phantom Stock Units (3)	\$ 0 (3)	12/21/2007		M		4,219	(2)	(2)	Common Stock (1)	4,219
Phantom Stock Units (3)	\$ 0 (3)	12/21/2007		F		2,271.8518	<u>(4)</u>	<u>(4)</u>	Common Stock (1)	2,271.85
Phantom Stock Units (3)	\$ 0 (3)	12/21/2007		D		0.1534	<u>(5)</u>	<u>(5)</u>	Common Stock (1)	0.153

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
PLANK RAYMOND ONE POST OAK CENTRAL 2000 POST OAK BLVD, STE 100 HOUSTON, TX 77056-4400	X		Chairman	of the Board			
Signatures							
Cheri L. Peper, Attorney-in-Fact	12/21/20	007					
**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) Exempt transaction pursuant to Rule 16(b)-3 12/20/07 distribution under the provisions of Apache's Deferred Delivery Plan data provided by the plan administrator on 12/21/07.
- (3) One share of Apache common stock for each phantom stock unit.
- (4) Exempt transaction units used on 12/20/07 to cover required tax withholding on a transaction exempt under Rule 16b-3 data provided by the plan administrator on 12/21/07.
- (5) Exempt transaction disposition to the issuer on 12/20/07 involving the settlement of a fractional unit in cash in connection with transaction exempt under Rule 16b-3 data provided by the plan adminstrator in 12/21/07.

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.