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APACHE CORP  
Form 8-K  
May 16, 2003

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 15, 2003 (May 8, 2003)

APACHE CORPORATION  
(Exact name of registrant as specified in Charter)

DELAWARE	1-4300	41-0747868
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

ONE POST OAK CENTRAL  
2000 POST OAK BOULEVARD  
SUITE 100  
HOUSTON, TEXAS 77056-4400  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (713) 296-6000

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ITEM 5. OTHER EVENTS

On May 15, 2003, Apache Corporation (the "Company") announced the closing of a private offering of \$350,000,000 aggregate principal amount of 4.375 percent unsecured senior notes due 2015 to be issued by Apache Finance Canada Corporation, a Nova Scotia, Canada unlimited liability company and a subsidiary of the Company. The notes will be irrevocably and unconditionally guaranteed by

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the Company. The notes will be sold pursuant to Rule 144A and offshore under Regulation S, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act of 1933, as amended (the "Act"). The Company's press release dated May 15, 2003, relating to the offering and issued pursuant to Rule 135c under the Act, is attached hereto as Exhibit 99.1.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) EXHIBITS.

EXHIBIT NO.	DESCRIPTION
99.1	Press Release, dated May 15, 2003, "Apache Issues \$350 Million 12-year Notes Yielding 4.385%."

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

APACHE CORPORATION

Date: May 15, 2003

By: /s/ Eric L. Harry

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Eric L. Harry, Vice President and  
Associate General Counsel

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INDEX TO EXHIBITS

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