STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

APACHE CORP Form 4 May 08, 2007

FORM 4

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

OMB APPROVAL OMB 3235-0287

Number: Expires:

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Form filed by More than One Reporting

Person

January 31,

2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1 Name and Address of Departing D

PLANK ROGER B	eporting Person _	2. Issuer Name and Ticker or Trading Symbol APACHE CORP [APA]	S. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
ONE POST ONE CENTRAL, 2000 POST OAK BLVD, SUITE 100		(Month/Day/Year) 05/07/2007	Director 10% Owner _X Officer (give title Other (specify below) below) Exec. Vice Pres. & / Chief Fin. Officer			
(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			

HOUSTON, TX 77056-4400

(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock (1)	05/07/2007		M(2)	1,950	A	\$0	51,486	D	
Common Stock (1)	05/07/2007		F(3)	516	D	\$ 75.11	50,970	D	
Common Stock (1)	05/08/2007		M(4)	1,200	A	\$ 0	52,170	D	
Common Stock (1)	05/08/2007		F(5)	318	D	\$ 75.11	51,852	D	
Common Stock (1)							12,134	I	By Spouse

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Common Stock (1)	9,006	I	By Trust (6)
Common Stock (1)	46,430	I	By trust fbo L.B. Plank
Common Stock (1)	37,711.628	I	Held by trustee of 401(k) plan
Common Stock (1)	15,237.012	I	Held by trustee of NQ Plan
Common Stock (1)	59,865	I	Indian Creek Holdings 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 SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transacti Code (Instr. 8)	Transaction Derivative Code Securities		(Month/Day/Year)		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	
Restricted Stock Units (7)	\$ 0 (8)	05/07/2007		M	1,950	(2)	(2)	Common Stock (1)	1,950	
Restricted Stock Units (7)	\$ 0 (8)	05/08/2007		M	1,200	<u>(4)</u>	<u>(4)</u>	Common Stock (1)	1,200	

(9-02)

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PLANK ROGER B ONE POST ONE CENTRAL 2000 POST OAK BLVD, SUITE 100 HOUSTON, TX 77056-4400

Exec. Vice Pres. & Chief Fin. Officer

Signatures

Cheri L. Peper, Attorney-in-Fact 05/08/2007

**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).
- 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 05/04/07 of restricted stock units under employer plan data provided by plan administrator on 05/07/07. 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 05/07/07.
- Vesting on 05/06/07 of restricted stock units under employer plan data provided by plan administrator on 05/08/07. Vesting occurs 25% per year over four years.
- (5) Shares withheld to cover required tax withholding on vesting of restricted stock data provided by plan administrator on 05/08/07.
- (6) These shares are held in trust for the benefit of the reporting person's children. The reporting person and spouse are trustees.
- (7) With tandem tax withholding right
- (8) 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.

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