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Form

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r-left-width: 1; border-right-width: 1; border-bottom-width: 1">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(A) or (D) Price Common Stock <sup>(1)</sup>08/11/2008 S 6,099 D \$ 101.4856 157,975 D Common Stock  
<sup>(1)</sup>08/11/2008 M 37,750 A \$ 14.421 195,725 D Common Stock <sup>(1)</sup>08/11/2008 F 5,249 <sup>(2)</sup> D \$ 103.73 190,476 D  
Common Stock <sup>(1)</sup>08/11/2008 F 11,847 <sup>(3)</sup> D \$ 103.73 178,629 D Common Stock <sup>(1)</sup>08/12/2008 S 7,000 D \$  
103.2508 171,629 D Common Stock <sup>(1)</sup> 9,066.977 I Held by Trustee of 401(k) Plan Common Stock <sup>(1)</sup>  
4,000 I Plank Family Apache Assoc L.P. Common Stock <sup>(1)</sup> 17,750 I 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. 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 Securities (Instr. 3 and 4)	Amount or Number of Shares
Option-Buy \$14.4210 <sup>(4)</sup>	\$ 14.421	08/11/2008		M	37,750	<sup>(5)</sup> 05/05/2009	Common Stock <sup>(1)</sup>	37,750

## 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

08/12/2008

\_\_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
- (1) 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) Use, by attestation, of already-owned shares of Apache common stock to cover exercise price on employee stock option.
  - (3) Shares withheld to cover required tax withholding on exercise of employee stock option.
  - (4) With tandem tax withholding right
  - (5) Exercisable ratably over four years, beginning 05/05/2000.

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.