

APACHE CORP  
Form 4  
June 29, 2007

**FORM 4**

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

OMB APPROVAL

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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)

1. Name and Address of Reporting Person \*  
CRUM JOHN A

(Last) (First) (Middle)

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

(Street)

HOUSTON, TX 77056-4400

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
APACHE CORP [APA]

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/28/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive / Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock <sup>(1)</sup>	06/28/2007		M		10,510	A	\$ 17.9654
Common Stock <sup>(1)</sup>	06/28/2007		M		55,208	A	\$ 21.2663
Common Stock <sup>(1)</sup>	06/28/2007		S		10,510	D	\$ 81.4437
Common Stock <sup>(1)</sup>	06/28/2007		S		10,208	D	\$ 81.4045
Common Stock <sup>(1)</sup>	06/28/2007		S		14,000	D	\$ 81.2734

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Common Stock <u>(1)</u>	06/28/2007	S	15,000	D	\$ 81.4114	51,517.567	D	
Common Stock <u>(1)</u>	06/28/2007	S	7,000	D	\$ 81.2743	44,517.567	D	
Common Stock <u>(1)</u>	06/28/2007	S	9,000	D	\$ 81.3669	35,517.567	D	
Common Stock <u>(1)</u>						7,851.841	I	Held by trustee of 401(k) plan
Common Stock <u>(1)</u>						24,961.998	I	Held by trustee of NQ Plan

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

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(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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option-Buy \$17.9654 <u>(2)</u>	\$ 17.9654	06/28/2007		M	10,510	<u>(3)</u> 09/22/2009	Common Stock <u>(1)</u>	10,510	
Option-Buy \$21.2663 <u>(2)</u>	\$ 21.2663	06/28/2007		M	55,208	<u>(4)</u> 05/03/2010	Common Stock <u>(1)</u>	55,208	

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

CRUM JOHN A  
ONE POST OAK CENTRAL  
2000 POST OAK BOULEVARD, SUITE 100  
HOUSTON, TX 77056-4400

Executive Vice President

## Signatures

Cheri L. Peper,  
Attorney-in-Fact 06/29/2007

\_\_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

- (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) With tandem tax withholding right
- (3) Exercisable ratably over four years, beginning 09/22/2000.
- (4) Exercisable ratably over four years, beginning 05/03/2001.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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