#### Edgar Filing: APACHE CORP - Form 4

APACHE CORP

Form 4									
June 03, 200							OMB AF	PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4	ger <b>STATEMENT</b> ( 16.	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES					Expires: Estimated a burden hour response	ours per	
Form 5 obligations may continue. See Instruction 1(b). 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 A DUNDREA	2. Issuer Name <b>a</b> Symbol APACHE COR		r Tradi	ng	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (Middle)	3. Date of Earliest		l			k an appreable)		
ONE POST POST OAK	(Month/Day/Year) 06/02/2008	-				Director 10% Owner X Officer (give title Other (specify below) below) Vice President and / Treasurer			
HOUSTON	(Street) 7, TX 77056-4400	4. If Amendment, Filed(Month/Day/Yo	-	al		6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M Person	ne Reporting Per	rson	
(City)	(State) (Zip)	Table I - Non	-Derivative	e Secu	rities Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	any		4. Secur tion(A) or D (Instr. 3)	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership	
Common			V Amount		Price	(Instr. 5 and 4)			
Stock $(1)$	06/02/2008	M <u>(2)</u>	900	А	\$0	2,700	D		
Common Stock (1)	09/02/2008	F <u>(3)</u>	239	D	\$ 134.06	2,461	D		
Common Stock (1)						1.166	Ι	Held by trustee of 401(k) plan	

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 (9-02)

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# 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. Transactio Code (Instr. 8)	5. Number prof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	of Expiration Date Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (4)	\$ 0 <u>(5)</u>	06/02/2008		М	900	(2)	(2)	Common Stock (1)	900	\$ C

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner Officer		Other		
DUNDREA MATTHEW W ONE POST OAK CENTRAL 2000 POST OAK BLVD., SUITE 100 HOUSTON, TX 77056-4400			Vice President and	Treasurer		

### **Signatures**

Cheri L. Peper, Attorney-in-Fact 06/03/2008

\*\*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) Vesting on 06/01/08 of restricted stock units under employer plan data provided by plan administrator on 06/02/08. Vesting occurs 25% per year over four years.
- (3) Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 06/01/08 data provided by plan administrator on 06/02/08.

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#### (4) With tandem tax withholding right

(5) 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.