

APACHE CORP  
Form 4  
June 29, 2007

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(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  
\_\_X\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)  
Executive / Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price      |                                                                                               |                                                          |                                                       |
| Common Stock <sup>(1)</sup>     | 06/28/2007                           |                                                    | M                              |                                                                   | 10,510 | A          | \$ 17.9654 | 46,027.567                                                                                    | D                                                        |                                                       |
| Common Stock <sup>(1)</sup>     | 06/28/2007                           |                                                    | M                              |                                                                   | 55,208 | A          | \$ 21.2663 | 101,235.567                                                                                   | D                                                        |                                                       |
| Common Stock <sup>(1)</sup>     | 06/28/2007                           |                                                    | S                              |                                                                   | 10,510 | D          | \$ 81.4437 | 90,725.567                                                                                    | D                                                        |                                                       |
| Common Stock <sup>(1)</sup>     | 06/28/2007                           |                                                    | S                              |                                                                   | 10,208 | D          | \$ 81.4045 | 80,517.567                                                                                    | D                                                        |                                                       |
| Common Stock <sup>(1)</sup>     | 06/28/2007                           |                                                    | S                              |                                                                   | 14,000 | D          | \$ 81.2734 | 66,517.567                                                                                    | D                                                        |                                                       |

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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.

**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 |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         |                            |
| 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

Reporting Owners

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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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