PLANK ROGER B

Form 4 June 19, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * PLANK ROGER B

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

10% Owner

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Symbol

APACHE CORP [APA]

(Check all applicable)

(First)

(Month/Day/Year) 06/18/2007

Director

ONE POST ONE CENTRAL, 2000

3. Date of Earliest Transaction

Other (specify _X__ Officer (give title below) Exec. Vice Pres. & / Chief Fin. Officer

POST OAK BLVD, SUITE 100

6. Individual or Joint/Group Filing(Check

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

(Middle)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

HOUSTON, TX 77056-4400

(City)	(State)	(Zip) Tak	Derivative	red, 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. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Beneficial Ownership or Indirect (I) (Instr. 4)	
Common Stock (1)	06/18/2007		M ⁽²⁾	1,465	A	\$ 0	54,365	D	
Common Stock (1)	06/18/2007		F(3)	534	D	\$ 86.17	53,831	D	
Common Stock (1)	06/18/2007		M	38,920	A	\$ 14.7727	92,751	D	
Common Stock (1)	06/18/2007		F	18,382	D	\$ 87.08	74,369	D	
Common Stock (1)	06/18/2007		M	6,000	A	\$ 15.2056	80,369	D	

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Common Stock (1)	06/18/2007	F	2,853	D	\$ 87.08	77,516	D	
Common Stock (1)	06/18/2007	S	10,600	D	\$ 87.22	66,916	D	
Common Stock (1)	06/18/2007	S	7,800	D	\$ 87.17	59,116	D	
Common Stock (1)	06/18/2007	S	4,900	D	\$ 87.03	54,216	D	
Common Stock (1)						12,134	I	By Spouse
Common Stock (1)						9,006	I	By Trust
Common Stock (1)	06/18/2007	S	5,500	D	\$ 87.1755	40,930	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.

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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. Transac Code (Instr. 8	3)	Securit Acquir	tive ies ed (A) oosed of	6. Date Exer Expiration D (Month/Day,	ate		nd Amount of ng Securities nd 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number

								of Share
Conditional Grant (\$81.00 Threshold) (5)	\$ 0 (6)	06/18/2007	М	1,465	(2)	07/14/2010	Common Stock (1)	1,465
Option- Buy \$14.7727 (5)	\$ 14.7727	06/18/2007	M	38,920	<u>(7)</u>	07/17/2007	Common Stock (1)	38,920
Option- Buy \$15.2056 (5)	\$ 15.2056	06/18/2007	M	6,000	(8)	04/29/2008	Common Stock (1)	6,000

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Reporting Owners

Reporting Owner Name / Address	Relationsnips							
	Director	10% Owner	Officer	Other				
PLANK ROGER B								
ONE POST ONE CENTRAL			Evan Vina Duna &	Chief Fin.				
2000 POST OAK BLVD, SUITE 100			Exec. Vice Pres. &	Officer				
HOUSTON, TX 77056-4400								

Signatures

Cheri L. Peper,
Attorney-in-Fact

**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.
- \$81.00 price threshold attained on 06/14/2007 under the terms of 2000 Share Appreciation Plan, data for this vesting provided by the plan (2) administrator on 06/18/2007. Grant vested one-fourth on each of 06/14/2007, 06/14/2008, 06/14/2009, and 06/14/2010, and vested portion distributed within 30 days of each such date.
- (3) Shares used to cover required tax withholding on 06/14/2007 vesting of conditional grant. Data provided by the plan administrator on 06/18/2007.
- (4) These shares are held in trust for the benefit of the reporting person's children. The reporting person and spouse are trustees.
- (5) With tandem tax withholding right
- Payable if Apache common stock attains the per share price threshold prior by 01/01/2008. If threshold is attained, will be paid over four (6) vesting dates; within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, and 36 months
- (6) vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, and 36 months following such date of attainment.
- (7) Exercisable ratably over four years, beginning 07/17/98.
- (8) Exercisable ratably over four years, beginning 04/29/99.

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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