

FARRIS G STEVEN  
 Form 4  
 March 17, 2009

**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 \*  
 FARRIS G STEVEN

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 ONE POST OAK CENTRAL, 2000  
 POST OAK BLVD, SUITE 100  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/16/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman and CEO

HOUSTON, TX 77056-4400

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

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

(City) (State) (Zip)

**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 <u>(1)</u>	03/16/2009		M	17,750 A \$ 14.421	518,322	D	
Common Stock <u>(1)</u>	03/16/2009		F	4,114 <u>(2)</u> D \$ 62.23	514,208	D	
Common Stock <u>(1)</u>	03/16/2009		F	4,971 <u>(3)</u> D \$ 62.23	509,237	D	
Common Stock <u>(1)</u>					300	I	By Son
Common Stock <u>(1)</u>					7,650	I	By Trust fbo Grandchildren

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Common Stock <u>(1)</u>	3,100	I	By Trust fbo Son
Common Stock <u>(1)</u>	51,564.982	I	Held by trustee of 401(k) plan
Common Stock <u>(1)</u>	21,896.49	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	
Option-Buy	\$ 14.421	03/16/2009		M	17,750	<u>(5)</u>	05/05/2009	Common Stock <u>(1)</u>	17,750
<u>(4)</u>									

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

FARRIS G STEVEN  
ONE POST OAK CENTRAL  
2000 POST OAK BLVD, SUITE 100  
HOUSTON, TX 77056-4400

Director	10% Owner	Officer	Other
	X	Chairman and CEO	

## Signatures

Cheri L. Peper,  
Attorney-in-Fact

03/17/2009

  \*\*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 of Apache common stock 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.

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