CRUM JOHN A Form 4 May 09, 2008

## FORM 4

## **OMB APPROVAL**

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

OMB 3235-0287 Number:

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

January 31, Expires: 2005

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### 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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Form 5

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person * CRUM JOHN A	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
	APACHE CORP [APA]	(Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction	**			
	(Month/Day/Year)	Director 10% Owner			
ONE POST OAK CENTRAL, 2000	05/08/2008	_X_ Officer (give title Other (specify below) below)  Executive / Vice President			
POST OAK BOULEVARD, SUITE					
100		Executive / vice i resident			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
	Filed(Month/Day/Year)	Applicable Line)			
		_X_ Form filed by One Reporting Person			
HOUSTON TX 77056-4400		Form filed by More than One Reporting			

#### HOUSTON, TX 77056-4400

	Person							
Cabla T	Non Donivotivo Committee Acquired	Diamond of	on Donoficially Owns	a				

(City)	(State)	(Zip) Tabl	le I - No	n-D	Derivative	Secui	ities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.				d of (D)	5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock (1)	05/08/2008		M(2)		875	A	\$0	39,346.33	D	
Common Stock (1)	05/08/2008		F(3)		319	D	\$ 137.66	39,027.33	D	
Common Stock (1)								7,906.628	I	Held by trustee of 401(k) plan
Common Stock (1)								25,131.594	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)	4. Transacti Code (Instr. 8)	Fransaction Exp Code Derivative (Mo		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code V	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (4)	\$ 0 (5)	05/08/2008	M	875	(2)	(2)	Common Stock (1)	875	\$ (

# **Reporting Owners**

Reporting Owner Name / Address Relationships

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 05/09/2008

\*\*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 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.

Reporting Owners 2

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- (2) Vesting on 05/06/08 of restricted stock units under employer plan data provided by plan administrator on 05/08/08. Vesting occurs 25% per year over four years.
- (3) Shares withheld to cover required tax withholding on 05/06/08 vesting of restricted stock data provided by plan administrator on 05/08/08.
- (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.