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MCARDLE	E JANINE J									
Form 4	2000									
February 25	<u> </u>								PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									FFROVAL	
Washington, D.C. 20549								N OMB Number:	3235-0287	
Check this box if no longer								Expires:	January 31,	
subject Section	to SIAIE 16.	MENT OI	F CHAI	HANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					2005 average urs per	
Form 4 Form 5		report to S	action	16(a) of the	a Sacuri	tion Excha	nge Act of 1934,	response	. 0.5	
obligati	ons Section 17						t of 1935 or Secti			
may cor <i>See</i> Inst	itinue.			•	•	ny Act of 1		011		
1(b).	ruetion	~ /			1					
(Print or Type	Responses)									
1. Name and MCARDL	2. Issuer Name and Ticker or Trading Symbol			Trading	5. Relationship of Reporting Person(s) to Issuer					
			APACHE CORP [APA]				(Check all applicable)			
(Last)	Middle)	3. Date of Earliest Transaction								
ONE DOST	Г OAK CENTRA	1 2000	(Month/Day/Year)				Director 10% Owner X_ Officer (give title Other (specify			
POST OAI		02/24/2009				below) below)				
1001 071		, SOIL					·	Vice President		
	(Street)		4 If Am	endment D	ate Origin:	al	6. Individual or	Ioint/Group Fili	ng(Check	
	4. If Amendment, Date Original Filed(Month/Day/Year)			*1	Applicable Line)					
							X Form filed by	One Reporting P More than One R		
HOUSTON	N, TX 77056-4400)					Person	More than One K	eporting	
(City)	(State)	(Zip)	Tal	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date			3.	4. Securit		5. Amount of	6. Ownership	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)	Execution any	Date, 11	Code	nAcquired Disposed		Securities Beneficially	Form: Direct (D) or Indirect	Indirect Beneficial	
		(Month/Da	y/Year)			· · ·	Owned Following	(I) (Instr. 4)	Ownership (Instr. 4)	
						(A)	Reported Transaction(s)			
				Cada V	Amount	or (D) Drive	(Instr. 3 and 4)			
				Code v	Amount	(D) Price				
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
information contained in this form are not (9-02) required to respond unless the form								SEC 1474 (9-02)		
					displa numb		ntly valid OMB co	ontrol		
	Tab						Beneficially Owner	d		
		(e.g.,	puts, cal	is, warrant	s, options,	convertible	securrues)			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deri

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	d (A) osed of		(Instr. 3 and 4)		Secu (Inst
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	3
Phantom Stock Units (1)	\$ 0 <u>(1)</u>	02/24/2009		J	9.6355	(2)	(2)	Common Stock (3)	9.6355	9

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
MCARDLE JANINE J ONE POST OAK CENTRAL 2000 POST OAK BOULEVARD, SUITE HOUSTON, TX 77056-4400	100		Vice President				
Signatures							
Cheri L. Peper, Attorney-in-Fact	25/2009						

Date

Attorney-in-Fact 02/25

<u>**</u>Signature of Reporting Person

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).
- (1) One share of Apache common stock for each phantom stock unit.
- (2) Exempt acquisition pursuant to Rule 16b-3(d) accrued under the deferred compensation provisions of Apache's Deferred Delivery Plan as of 02/23/2009 data provided by the plan administrator on 02/24/2009.
- The shares of common stock of Apache are deemed to also represent certain preferred stock purchase rights ('Rights'). The Rights are not(3) 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.

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.