FARRIS G STEVEN

Form 4

March 17, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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. See Instruction

1(b).

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

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First) (Middle)

APACHE CORP [APA] 3. Date of Earliest Transaction

(Check all applicable)

ONE POST OAK CENTRAL, 2000

(Street)

(Month/Day/Year)

_X__ Director 10% Owner X_ Officer (give title Other (specify

03/16/2009

Chairman and CEO

POST OAK BLVD, SUITE 100

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

HOUSTON, TX 77056-4400

(City)	(State)	(Zip) Ta	ble I - Non	-Derivativ	e Secu	ırities Acq	uired, Disposed	of, or Benefic	cially 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) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock (1)	03/16/2009		M	17,750	A	\$ 14.421	518,322	D	
Common Stock (1)	03/16/2009		F	4,114 (2)	D	\$ 62.23	514,208	D	
Common Stock (1)	03/16/2009		F	4,971 (3)	D	\$ 62.23	509,237	D	
Common Stock (1)							300	I	By Son
Common Stock (1)							7,650	I	By Trust fbo Grandchildren

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Common Stock (1)	3,100	I	By Trust fbo Son
Common Stock (1)	51,564.982	I	Held by trustee of 401(k) plan
Common Stock (1)	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 $(e.g., \, \mathrm{puts}, \, \mathrm{calls}, \, \mathrm{warrants}, \, \mathrm{options}, \, \mathrm{convertible} \, \mathrm{securities})$

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)	TransactionDerivative Code Securities		tive Expiration Date ties (Month/Day/Year) red (A) possed of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option- Buy \$14.4210	\$ 14.421	03/16/2009		M	17,750	<u>(5)</u>	05/05/2009	Common Stock (1)	17,750	

Reporting Owners

Reporting Owner Name / Address	Relationships					
F	Director	10% Owner	Officer	Other		
FARRIS G STEVEN						
ONE POST OAK CENTRAL	X		Chairman and CEO			
2000 POST OAK BLVD, SUITE 100	Λ		Chairman and CEO			
HOUSTON, TX 77056-4400						

Signatures

Cheri L. Peper, Attorney-in-Fact	03/17/2009		
**Signature of Reporting Person	Date		

2 Reporting Owners

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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. 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.