

APACHE CORP  
Form 4  
January 03, 2007

**FORM 4**

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

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

OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
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(Print or Type Responses)

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

(Last) (First) (Middle)

ONE POST ONE CENTRAL, 2000  
POST OAK BLVD, SUITE 100

(Street)

HOUSTON, TX 77056-4400

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/31/2006

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Exec. Vice Pres. & / Chief Fin. Officer

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

**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)
Common Stock <u>(1)</u>	12/31/2006		M <sup>(2)</sup>	1,478 A \$ 0	66,810	D	
Common Stock <u>(1)</u>					12,134	I	By Spouse
Common Stock <u>(1)</u>					9,006	I	By Trust <u>(3)</u>
Common Stock <u>(1)</u>					46,430	I	By trust fbo L.B. Plank
Common Stock <u>(1)</u>					37,630.06	I	Held by trustee of

Common Stock <sup>(1)</sup>	15,201.198	I	401(k) plan Held by trustee of NQ Plan
Common Stock <sup>(1)</sup>	40,667	I	Indian Creek Holdings L.P.

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)	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)
				Code	V (A) (D)	Date Exercisable Expiration Date Date	Title Amount or Number of Shares
Phantom Stock Units <sup>(4)</sup>	\$ 0 <sup>(4)</sup>	12/31/2006		M	1,478	<sup>(2)</sup> <sup>(2)</sup>	Common Stock <sup>(1)</sup> 1,478
Phantom Stock Units <sup>(4)</sup>	\$ 0 <sup>(4)</sup>	12/31/2006		F	796.1566	<sup>(5)</sup> <sup>(5)</sup>	Common Stock <sup>(1)</sup> 796.1566
Phantom Stock Units <sup>(4)</sup>	\$ 0 <sup>(4)</sup>	12/31/2006		D	0.5765	<sup>(6)</sup> <sup>(6)</sup>	Common Stock <sup>(1)</sup> 0.5765

## Reporting Owners

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

## Signatures

Cheri L. Peper,  
Attorney-in-Fact

01/03/2007

\_\_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) Exempt transaction pursuant to Rule 16(b)-3 - 12/31/06 distribution under the provisions of Apache's Deferred Delivery Plan.
- (3) These shares are held in trust for the benefit of the reporting person's children. The reporting person and spouse are trustees.
- (4) One share of Apache common stock for each phantom stock unit.
- (5) Exempt transaction - units used as of 12/31/06 to cover required tax withholding on a transaction exempt under Rule 16b-3.
- (6) Exempt transaction - disposition to the issuer as of 12/31/06 involving the settlement of a fractional unit in cash in connection with transaction exempt under Rule 16b-3.

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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