APACHE CORP Form 4 May 28, 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.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

OF EDUCATION, 420 GUTMAN LIBRARY, 6 APPIAN WAY (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) CAMBRIDGE, MA 02138 below) below) Director 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	1. Name and Address of Reporting Person * GRAHAM PATRICIA ALBJERG			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Month/Day/Year) OF EDUCATION, 420 GUTMAN LIBRARY, 6 APPIAN WAY (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) CAMBRIDGE, MA 02138 (Month/Day/Year) — X_ Director — Officer (give title — Other (specific below)) — Other (specific below) — Other (specific below) — Other (specific below) — Other (specific below) — Director Applicable Line) — X_ Form filed by One Reporting Person — Form filed by More than One Reporting Person — Form filed by More than One Reporting Person				APACHE CORP [APA]	(Check all applicable)			
HARVARD GRADUATE SCHOOL OF EDUCATION, 420 GUTMAN LIBRARY, 6 APPIAN WAY (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) CAMBRIDGE, MA 02138 Officer (give title below) Director 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person CAMBRIDGE, MA 02138 CAMBRIDGE, MA 02138	OF EDUCAT	ΓΙΟΝ, 420 (GUTMAN		Officer (give title below) Other (specification)			
CAMBRIDGE, MA 02138 Person		(Street)		,	Applicable Line)			
(C_{+-}) (C_{+-}) (C_{+-})								

(City)	(State)	(Zip) Tabl	le I - Non	ı-De	erivative	Secur	rities Acqu	ired, Disposed of	or Beneficiall	y Owned
1.Title of	2. Transaction Date	2A. Deemed	3.		4. Securi	ties A	cquired	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transact	tion	(A) or Di	spose	d of (D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code		(Instr. 3,	4 and	5)	Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8))				Owned	(D) or	Ownership
								Following	Indirect (I)	(Instr. 4)
						(4)		Reported	(Instr. 4)	
						(A)		Transaction(s)		
			Code V	V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock (1)	05/28/2008		<u>J(2)</u> V	V ·	4.675	A	\$ 144.81	5,409.835	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				~					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Name, Maries	Director	10% Owner	Officer	Other		
GRAHAM PATRICIA ALBJERG HARVARD GRADUATE SCHOOL OF EDUCATION 420 GUTMAN LIBRARY, 6 APPIAN WAY CAMBRIDGE, MA 02138	X		Director			

Signatures

Cheri L. Peper, Attorney-in-Fact 05/28/2008

**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.
- (2) Exempt acquisition through dividend reinvestment plan.

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.

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