

PLANK RAYMOND  
Form 4  
December 22, 2008

**FORM 4**

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

OMB APPROVAL

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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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PLANK RAYMOND

(Last) (First) (Middle)  
ONE POST OAK CENTRAL, 2000  
POST OAK BLVD, STE 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)  
12/19/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman / of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)	
			Code	V	Amount	Price		
Common Stock <sup>(1)</sup>	12/19/2008		M <sup>(2)</sup>		437	A \$ 0	58,742 D	
Common Stock <sup>(1)</sup>	12/19/2008		S		437	D \$ 70.16	58,305 D	
Common Stock <sup>(1)</sup>	12/22/2008		M <sup>(3)</sup>		4,247	A \$ 0	62,552 D	
Common Stock <sup>(1)</sup>	12/22/2008		S		4,243	D \$ 73.756	58,309 D	
Common Stock <sup>(1)</sup>							9,100.977 I	Held by Trustee of 401(k)

Common Stock <u>(1)</u>	4,000	I	Plan Plank Family Apache Assoc L.P.
Common Stock <u>(1)</u>	17,750	I	Plank Family Apache Inv. 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.**

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**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	Title Amount of Number of Shares
Phantom Stock Units <u>(4)</u>	\$ 0 <u>(4)</u>	12/19/2008		M	437	<u>(2)</u> <u>(2)</u>	Common Stock <u>(1)</u> 437
Phantom Stock Units <u>(4)</u>	\$ 0 <u>(4)</u>	12/19/2008		F	235.5946	<u>(5)</u> <u>(5)</u>	Common Stock <u>(1)</u> 235.59
Phantom Stock Units <u>(4)</u>	\$ 0 <u>(4)</u>	12/19/2008		D	0.5328	<u>(6)</u> <u>(6)</u>	Common Stock <u>(1)</u> 0.532
Phantom Stock Units <u>(4)</u>	\$ 0 <u>(4)</u>	12/22/2008		M	4,247	<u>(3)</u> <u>(3)</u>	Common Stock <u>(1)</u> 4,247
Phantom Stock Units <u>(4)</u>	\$ 0 <u>(4)</u>	12/22/2008		F	2,287.3486	<u>(7)</u> <u>(7)</u>	Common Stock <u>(1)</u> 2,287.3
Phantom Stock Units <u>(4)</u>	\$ 0 <u>(4)</u>	12/22/2008		D	0.9331	<u>(8)</u> <u>(8)</u>	Common Stock <u>(1)</u> 0.933

