APACHE CORP Form 4

February 17, 2009

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

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(b).

(Last)

1. Name and Address of Reporting Person * **FARRIS G STEVEN**

2. Issuer Name and Ticker or Trading Symbol

APACHE CORP [APA]

3. Date of Earliest Transaction

(Month/Day/Year) 02/13/2009

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

(Street)

(Ctata)

(First)

(Middle)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

Estimated average

burden hours per

_X__ Director 10% Owner _X__ Officer (give title) _ Other (specify below)

Chairman and CEO

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

HOUSTON, TX 77056-4400

(City)	(State)	(Zip) 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. Transactic Code (Instr. 8)	4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock (1)	02/13/2009		M(2)	4,722	A	\$ 73.11	496,487	D				
Common Stock (1)							300	I	By Son			
Common Stock (1)							7,650	I	By Trust fbo Grandchildren			
Common Stock (1)							3,100	I	By Trust fbo Son			
Common Stock (1)							51,106.551	I	Held by trustee of 401(k) plan			

Common Stock (1)

21,845.543 I

Held by Trustee of NQ

(9-02)

. Price of 9. Nu

Deriv

Secu

Bene Own Follo Repo Trans (Insti

Plan

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 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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	ç
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	e, if TransactionNumber		Expiration Da	ration Date Amou		nt of	Derivative	1
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	5
(Instr. 3) Price of			(Month/Day/Year)	(Instr. 8)	Derivative	e			ities	(Instr. 5)	J
	Derivative				Securities			(Instr.	3 and 4)		(
Security					Acquired					F	
					(A) or					ŀ	
					Disposed						7
					of (D)						(
		(Instr. 3,									
					4, and 5)						
									Amount		
							Expiration Date	Title	or Number		
									of		
				Code V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

FARRIS G STEVEN ONE POST OAK CENTRAL 2000 POST OAK BLVD, SUITE 100 HOUSTON, TX 77056-4400

X

Chairman and CEO

Signatures

Cheri L. Peper, 02/17/2009 Attorney-in-Fact

**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).
- 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.

Reporting Owners 2

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Shares granted 02/11/2009 for 2008 incentive compensation under provisions of Apache's 2007 Omnibus Equity Compensation Plan - data received from plan administrator on 02/13/2009. The number of shares was calculated using the net cash amount (often defarrals as

(2) data received from plan administrator on 02/13/2009. The number of shares was calculated using the net cash amount (after deferrals and required tax withholding) divided by the \$73.11 closing price for Apache 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.