

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

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 Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/20/2006

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

(Street)

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

HOUSTON, TX 77056-4400

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

(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. 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	(A) or (D)	Price		
Common Stock <u>(1)</u>	12/20/2006		M <u>(2)</u>		1,733	A	\$ 0	65,964	D
Common Stock <u>(1)</u>	12/20/2006		F <u>(3)</u>		632	D	\$ 66.57	65,332	D
Common Stock <u>(1)</u>								12,134	I
Common Stock <u>(1)</u>								9,006	I
Common Stock <u>(1)</u>								46,430	I
									By Spouse
									By Trust <u>(4)</u>
									By trust fbo L.B. Plank

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Common Stock <u>(1)</u>	37,630.06	I	Held by trustee of 401(k) plan
Common Stock <u>(1)</u>	15,201.198	I	Held by trustee of NQ Plan
Common Stock <u>(1)</u>	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.

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(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)		8. Pr Deriv Secu (Instr	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units ⁽⁵⁾	\$ 0 ⁽⁶⁾	12/20/2006		M		1,733		<u>(2)</u>	<u>(2)</u>	Common Stock ⁽¹⁾	1,733

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

12/20/2006

__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) Vesting on 12/18/06 of restricted stock units under employer plan - data provided by plan administrator on 12/20/06. Vesting occurs 25% per year over four years.
 - (3) Shares withheld to cover required tax withholding on 12/18/06 vesting of restricted stock - data provided by plan administrator on 12/20/06.
 - (4) These shares are held in trust for the benefit of the reporting person's children. The reporting person and spouse are trustees.
 - (5) With tandem tax withholding right
 - (6) One share of Apache common stock for each restricted stock unit.

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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