

FORM 4

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

OMB APPROVAL

{ } 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

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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

(Print or Type Responses) Investment Company Act of 1940

1. Name and Address of Reporting Person* BAHORICH MICHAEL S	2. Issuer Name and Ticker or Trading Symbol APACHE CORP APA	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other
(Last) (First) (Middle) ONE POST OAK CENTRAL, 2000 POST OAK BLVD., SUITE 100 (Street) HOUSTON TX 77056-4400 (City) (State) (Zip)	3. Date of Earliest Transaction (Month/Day/Year) 06-18-2008	(give title below) (specify below) Executive Vice President
	4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Execut. Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Sec Beneficially Owned Following 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 #1	06-18-2008		M	2,662 A	\$21.2663	23,097 D	
Common Stock #1	06-18-2008		M	25,670 A	\$23.8095	48,767 D	
Common Stock #1	06-18-2008		S	13,352 D	\$140.7859	35,415 D	
Common Stock #1	06-18-2008		S	10,000 D	\$140.0194	25,415 D	
Common Stock #1	06-18-2008		S	4,980 D	\$140	20,435 D	
Common Stock #1						1,770 I	By Sons

Common Stock								1,575	I		By Trust fbo Newph ews & Nieces
#1											

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

1.	2.	3.	3a.	4.	5.	6.	7.	8.	9.	10.	11.
Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Transaction Date (Month/Day/Year)	Deemed Executed Date (Month/Day/Year)	Transaction Code (Instr. 8)	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities (Instr. 3 and 4)	Price of Derivative Security (Instr. 5)	Number of Derivative Securities Owned or Reported (Instr. 4)	Ownership Form of Derivative Security (D) or Indirect (I)	Nature of Indirect Ownership (Instr. 4)
Option-Buy \$21.2663 #2	\$21.2663	06-18-2008		M	2,662	05-03-2010	Common Stock #1	\$0	0	D	
Option-Buy \$23.8095 #2	\$23.8095	06-18-2008		M	25,670	05-24-2010	Common Stock #1	\$0	30,000	D	

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAHORICH MICHAEL S ONE POST OAK CENTRAL 2000 POST OAK BLVD., SUITE 100 HOUSTON TX 77056-4400	.	.	Executive Vice	President

Explanation of Responses:

1 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 With tandem tax withholding right
- 3 Exercisable ratably over four years, beginning 05/03/2001.
- 4 Exercisable ratably over four years, beginning 05/24/2001.

Remarks:

Signatures

Cheri L. Peper, Attorney-in-Fact	/ 06-18-2008
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** Signature of Reporting Person	Date

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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 fo