

APACHE CORP  
Form 3  
November 08, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Hoyt Rebecca A                          |         | (Month/Day/Year)                     | APACHE CORP [APA]  |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ONE POST OAK                              |         |                                      | (Check all applicable)   |  |
| CENTRAL,Â 2000 POST OAK                   |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       |  |
| BLVD, SUITE 100                           |         |                                      | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other |  |
| (Street)                                  |         |                                      | (give title below) (specify below)   |  |
|   |         |                                      | Vice President / and Controller  |  |
| HOUSTON,Â TXÂ 77056                       |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)                 |  |
| (City)                                    | (State) | (Zip)                                | <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 Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock <u>(1)</u>            | 4,410  | D   | Â  |
| Common Stock <u>(1)</u>            | 9,635.511  | I   | Held by Trustee of 401(k) Plan                           |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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|  | Date Exercisable | Expiration Date | (Instr. 4)<br>Title         | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--|------------------|-----------------|-----------------------------|----------------------------|------------------------------|--|------------|
| Conditional Grant (\$108 Threshold) <sup>(2)</sup>   | Â <sup>(3)</sup> | 12/31/2008      | Common Stock <sup>(1)</sup> | 3,140                      | \$ 0 <sup>(3)</sup>          | D  | Â          |
| Conditional Grant (\$81.00 Threshold) <sup>(2)</sup> | Â <sup>(4)</sup> | 12/31/2007      | Common Stock <sup>(1)</sup> | 2,090                      | \$ 0 <sup>(4)</sup>          | D  | Â          |
| Option (Buy \$32.97) <sup>(2)</sup>                  | Â <sup>(5)</sup> | 06/25/2013      | Common Stock <sup>(1)</sup> | 2,500                      | \$ 32.97                     | D  | Â          |
| Option (Buy \$56.73) <sup>(2)</sup>                  | Â <sup>(6)</sup> | 05/05/2015      | Common Stock <sup>(1)</sup> | 2,400                      | \$ 56.73                     | D  | Â          |
| Option (Buy \$71.88) <sup>(2)</sup>                  | Â <sup>(7)</sup> | 05/03/2016      | Common Stock <sup>(1)</sup> | 2,600                      | \$ 71.88                     | D  | Â          |
| Stock Appreciation Rights - \$28.7750 <sup>(2)</sup> | Â <sup>(8)</sup> | 05/01/2013      | Common Stock <sup>(1)</sup> | 1,150                      | \$ 28.775                    | D  | Â          |
| Stock Appreciation Rights - \$42.68 <sup>(2)</sup>   | Â <sup>(9)</sup> | 05/06/2014      | Common Stock <sup>(1)</sup> | 1,900                      | \$ 42.68                     | D  | Â          |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                  |                |
|--|---------------|-----------|------------------|----------------|
|  | Director      | 10% Owner | Officer          | Other          |
| Hoyt Rebecca A<br>ONE POST OAK CENTRAL<br>2000 POST OAK BLVD, SUITE 100<br>HOUSTON, TX 77056 | Â             | Â         | Â Vice President | and Controller |

## Signatures

Rebecca Hoyt                      11/08/2006  
 \_\_Signature of                      Date  
 Reporting Person

## Explanation of Responses:

- \* 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).
- 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) With tandem tax withholding right
  - (3) Payable if Apache common stock attains the per share price threshold prior to 01/01/2009. If threshold is attained, will be paid over four vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, and 36 months following such date of attainment.
  - (4)

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Payable if Apache common stock attains the per share price threshold prior by 01/01/2008. If threshold is attained, will be paid over four vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, and 36 months following such date of attainment.

- (5) Exercisable ratably over four years, beginning 06/25/2004.
- (6) Exercisable ratably over four years, beginning 05/05/06.
- (7) Exercisable ratably over four years, beginning 05/03/2007.
- (8) Exercisable ratably over four years, beginning 05/01/2004.
- (9) Exercisable ratably over four years, beginning 05/06/2005.

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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