

APACHE CORP  
Form 8-K  
September 29, 2008

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): September 26, 2008**

**APACHE CORPORATION**

(Exact name of registrant as specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**1-4300**  
(Commission  
File Number)

**41-0747868**  
(I.R.S. Employer  
Identification Number)

**2000 Post Oak Boulevard  
Suite 100**

**Houston, Texas 77056-4400**

(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (713) 296-6000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
  - Pre-Commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))
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**Item 8.01. *Other Events***

Apache Corporation today priced \$400 million of 6.00% notes maturing on September 15, 2013 and \$400 million of 6.90% notes maturing on September 15, 2018. Proceeds from the offering will be used for general corporate purposes. Apache sold 6.00% coupon notes priced to yield 6.125%. Apache also sold 6.90% coupon notes priced to yield 6.958%. Interest on each series of notes is payable March 15, 2009, and semi-annually thereafter. The transaction is expected to close on or about October 1, 2008.

Goldman, Sachs & Co. and J.P. Morgan Securities Inc. are the joint book-running managers for the offering.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**APACHE CORPORATION**

Date: September 26, 2008

/s/ Matthew W. Dundrea  
Matthew W. Dundrea  
Vice President and Treasurer