

APACHE CORP  
Form 4  
May 25, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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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**

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 \*  
FRAZIER A D JR

(Last) (First) (Middle)

APACHE CORPORATION, 2000  
POST OAK BLVD., SUITE 100

(Street)

HOUSTON, TX 77056-4400

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
05/25/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 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 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 <sup>(1)</sup>	05/25/2006		J <sup>(2)</sup>	V 11.434 A \$ 62.309	17,060.73	D	

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.**

SEC 1474  
(9-02)

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



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o

Fee paid previously with preliminary materials.

o

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1)

Amount Previously Paid:

(2)

Form, Schedule or Registration Statement No.:

(3)

Filing Party:

(4)

Date Filed:

Explanation of Responses:



M33053-P08499  
are receiving this  
communication  
because you hold  
shares of CBS  
Corporation Class  
Common Stock.  
is not a ballot. You  
cannot use this notice  
to vote these shares.  
This communication  
presents only an  
overview of the material  
complete proxy  
materials that are  
available to you on  
the Internet. You  
view the proxy  
materials online at  
www.proxyvote.com  
or easily request a  
paper copy (see  
reverse side). We  
encourage you to  
access and review  
of the important  
information  
contained in the  
proxy materials  
before voting. CBS  
CORPORATION  
\*\*\* Exercise Your  
Right to Vote \*\*\*  
Important Notice  
Regarding the  
Availability of Proxy  
Materials for the  
Shareholder Meeting  
to Be Held on May  
26, 2011, 51 W.  
52ND STREET  
NEW YORK, NY  
10019 Meeting  
Information Meeting  
Type: Annual For  
holders as of: May  
31, 2011 Date: May  
26, 2011 Time: 10  
A.M., EDT Location:  
The Equitable Center  
787 Seventh Avenue  
(at 51st Street) New  
York, New York  
10019 See the reverse  
side of this notice  
to obtain proxy  
materials and voting  
instructions.

M33054-P08499 How To  
Vote Please Choose One  
the Following Voting Me  
Vote In Person: To attend  
Annual Meeting, you will  
need an admission ticket  
issued by CBS Corporat  
Please check the Proxy  
Statement for instructions  
how to obtain an admissio  
ticket. At the Annual Me  
you will need to request a  
ballot to vote these shares  
Vote By Internet: To vote  
by Internet, go to  
www.proxyvote.com. Ha  
the information that is pri  
in the box marked by the  
arrow available and follow  
instructions. Vote By Ma  
You can vote by mail by  
requesting a paper copy o  
materials, which will incl  
proxy card. XXXX XXXX  
XXXX Requests, instruct  
and other inquiries sent to  
e-mail address will NOT  
forwarded to your investm  
advisor. Please make the  
request as instructed abov  
or before May 12, 2011 to  
facilitate timely delivery.  
to View Online: Have the  
information that is printe  
the box marked by the arr  
(located on the following  
page) and visit:  
www.proxyvote.com. Ho  
Request and Receive a  
PAPER or E-MAIL Copy  
you want to receive a pap  
e-mail copy of these  
documents, you must req  
one. There is NO charge f  
requesting a copy. Please  
choose one of the followi  
methods to make your req  
1) BY INTERNET:  
www.proxyvote.com 2)  
TELEPHONE:  
1-800-579-1639 3) BY  
E-MAIL\*:  
sendmaterial@proxyvote.  
\* If requesting materials b  
e-mail, please send a blan  
e-mail with the informatio  
that is printed in the box  
marked by the arrow (loc  
on the following page) in  
subject line. Before You  
How to Access the Proxy  
Materials NOTICE AND  
PROXY STATEMENT  
FORM 10-K LETTER TO  
STOCKHOLDERS Proxy  
Materials Available to VI  
or RECEIVE: XXXX XX  
XXXX. XXXX XXXX  
XXXX



Voting Items  
M33055-P08499 2.  
Ratification of the  
appointment of  
PricewaterhouseCo  
LLP to serve as the  
Company's indepe  
registered public  
accounting firm for  
year 2011. 4. Appro  
of advisory resoluti  
the frequency of an  
advisory vote on the  
compensation of the  
Company's named  
executive officers. 3.  
Approval of adviso  
resolution on the  
compensation of the  
Company's named  
executive officers, 4  
disclosed in the 201  
proxy statement. TH  
BOARD OF  
DIRECTORS  
RECOMMENDS A  
VOTE FOR EVER  
YEARS" ON MAT  
4. 1. The election of  
directors: Nominees:  
THE BOARD OF  
DIRECTORS  
RECOMMENDS A  
VOTE "FOR" ALL  
LISTED DIRECTO  
NOMINEES. 01) D  
R. Andelman 02) J  
A. Califano, Jr. 03)  
William S. Cohen 0  
Gary L. Countryma  
Charles K. Gifford  
Leonard Goldberg  
Bruce S. Gordon 08  
Linda M. Griego 09  
Arnold Kopelson 10  
Leslie Moonves 11  
Doug Morris 12) S  
Redstone 13) Sumn  
Redstone 14) Frede  
Salerno THE BOAR  
OF DIRECTORS  
RECOMMENDS A  
VOTE "FOR"  
MATTERS 2 AND

Meeting Information  
Meeting Type:  
Annual For holders  
as of: March 31, 2011  
Date: May 26, 2011  
Time: 10:00 A.M.  
EDT Location: The  
Equitable Center 7  
Seventh Avenue (at  
51st Street) New  
York, New York  
10019 You are  
receiving this  
communication  
because you hold  
shares of CBS  
Corporation  
non-voting Class B  
Common Stock, and  
the materials you  
should review are  
now available. THIS  
NOTICE WILL  
ENABLE YOU TO  
ACCESS CBS  
CORPORATION  
MATERIALS FOR  
INFORMATIONAL  
PURPOSES ONLY.  
M33091-Z54943  
CBS  
CORPORATION  
NON-VOTING  
CLASS B  
COMMON STOCK  
Important Notice  
Regarding the  
Availability of Proxy  
Materials for the  
Shareholder Meeting  
to Be Held on May  
26, 2011, 51 W.  
52ND STREET  
NEW YORK, NY  
10019 See the reverse  
side for instructions  
on how to access  
materials. This  
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presents only an  
overview of the more  
complete materials  
that are available to  
you on the Internet.  
You may view the  
materials online at  
[www.proxyvote.com](http://www.proxyvote.com)  
or easily request a  
paper copy (see  
reverse side). We  
encourage you to  
access and review all  
of the important  
information  
contained in the  
materials.  
REGISTERED  
NON-VOTING -  
PROXY



Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above or before May 12, 2011 to facilitate timely delivery to View Online: Have the information that is printed in the box marked by the arrow (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com). How to Request and Receive a PAPER or E-MAIL Copy: If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request: 1) BY INTERNET: [www.proxyvote.com](http://www.proxyvote.com) 2) BY TELEPHONE: 1-800-579-1639 3) BY E-MAIL\*: [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)  
\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line. NOTICE AND PROXY STATEMENT FORM 10-K LETTER TO STOCKHOLDERS Materials Available to VIEW or RECEIVE: XXXX XXXX XXXX. XXXX XXXX XXXX M33092-Z54943 to Access the Materials

THIS NOTICE  
WILL ENABLE  
YOU TO ACCESS  
MATERIALS FOR  
INFORMATION  
PURPOSES ONLY  
M33093-Z5494