

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, 2003

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)

ONE POST OAK CENTRAL
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

ITEM 5. OTHER EVENTS

In a series of related transactions on September 26, 2003, Apache Corporation (the Company) repurchased and retired preferred interests issued by three of its subsidiaries for approximately \$444 million. The transactions involved the purchase of preferred stock issued by two of the Company's subsidiaries for approximately \$82 million and the retirement of a limited partnership interest in a partnership controlled by a subsidiary of the Company for approximately \$362 million. The amounts included accrued and unpaid dividends on the preferred stock, accrued and unpaid return on capital for the limited partnership interest, and reimbursement for costs incurred by the holders of the preferred interests in connection with the repurchase and retirement. The Company funded the transactions with available cash on hand and by issuing commercial paper under its existing commercial paper facilities.

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 29, 2003

By: /s/ Jon W. Sauer

Jon W. Sauer
Vice President