O'Brien Urban F. Form 4 December 08, 2010

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** OMB

Washington, D.C. 20549 Check this box

3235-0287 Number: January 31, Expires: 2005

if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per 0.5 response...

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * O'Brien Urban F.			2. Issuer Name <b>and</b> Ticker or Trading Symbol APACHE CORP [APA]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	Director 10% Owner		
2000 POST OAK BLVD., SUITE 100			12/07/2010	_X_ Officer (give titleOther (specify below)		
				Vice President		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
HOUSTON, T	X 77056			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tah	ole I - Non-	Derivativ	e Seci	ırities Acquir	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(msu. 4)	
Common Stock (1)	12/07/2010		M	725	A	\$ 56.73	3,866	D	
Common Stock (1)	12/07/2010		M	1,110	A	\$ 71.88	4,976	D	
Common Stock (1)	12/07/2010		M	225	A	\$ 82.55	5,201	D	
Common Stock (1)	12/07/2010		M	625	A	\$ 87.12	5,826	D	
Common Stock (1)	12/07/2010		M	1,150	A	\$ 74.1	6,976	D	

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Common Stock (1)	12/07/20	10	S	3,835	D	\$ 116.493 (2)	5 3,141	D		
Common Stock (1)	ı						1,959.75	I	Held by Trustee 401(k) Plan	
Common Stock (1)	ı						8.552	I	Held by Trustee NQ Pla	of
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)										
			rative Securities Acq puts, calls, warrants					ed		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	Transaction Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code `	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Buy \$56.73)	\$ 56.73	12/07/2010		M		725	05/05/2009	05/05/2015	Common Stock (1)	725
Option (Buy \$71.88)	\$ 71.88	12/07/2010		M		1,110	05/03/2010	05/03/2016	Common Stock (1)	1,110
Option (Buy \$74.10)	\$ 74.1	12/07/2010		M		1,150	<u>(4)</u>	05/02/2017	Common Stock (1)	1,150
Option (Buy \$82.55)	\$ 82.55	12/07/2010		M		225	(5)	05/06/2019	Common Stock (1)	225

(3)

Option

(Buy \$87.12) \$87.12 12/07/2010 M 625 (6) 08/05/2019 Common Stock (1) 625

(3)

#### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

O'Brien Urban F.

2000 POST OAK BLVD.

SUITE 100

Vice President

HOUSTON, TX 77056

### **Signatures**

Cheri L. Peper, Attorney-in-Fact

\*\*Signature of Reporting Person Date

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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 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) Weighted average price within a one dollar price range. Sale prices range from \$116.46 to \$116.521 per share. Upon request, full information regarding the number of shares sold at each separate price will be provided.
- (3) With tandem tax withholding right
- (4) Exercisable ratably over four years beginning 05/02/2008.
- (5) Exercisable ratably over four years beginning 05/06/2010.
- (6) Exercisable ratably over four years beginning 08/05/2010.

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 form displays a currently valid OMB number.

Reporting Owners 3