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BOHEN FREDERICK M

Form 4

February 13, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BOHEN FREDERICK M			2. Issuer Name and Ticker or Trading Symbol APACHE CORP [APA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(enser an approach)		
APACHE CORPORATION, 2000 POST OAK BLVD.		N, 2000	(Month/Day/Year) 02/10/2012	X Director 10% Owner Officer (give title below) Other (specify below) Retired Director		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
HOUSTON, T	X 77056		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	rities Acqu	ired, Disposed of	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi n(A) or D (Instr. 3,	ispose	d of (D)	Securities	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock (1)	02/10/2012		M(2)	949	A	\$0	18,044.008	D	
Common Stock (1)	02/10/2012		D <u>(3)</u>	380	D	\$ 106.68	17,664.008	D	

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

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

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)	4. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock / Units	\$ 0 (4)	02/10/2012		M	949	(2)	(2)	Common Stock (1)	949	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships							
toporting of the remaining remainess	Director	10% Owner	Officer	Other				
BOHEN FREDERICK M								
APACHE CORPORATION	X		Retired Director					
2000 POST OAK BLVD.	Λ							
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.
- In connection with reporting person's retirement from Apache's board of directors, vesting as of 02/09/2012 of restricted stock units

 (2) granted to Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan. Information provided by plan administrator on 02/10/2012.
 - This transaction is not a sale. Exempt disposition to issuer of portion of restricted stock units payable in cash upon vesting. The 2011 Omnibus Equity Compensation Plan contained such provision when approved by stockholders in May 2011, and the restricted stock units
- (3) contained such terms when granted under the terms of such plan. Of the total 949 restricted stock units that vested as of 02/09/2012, 60 percent (569 restricted stock units) is payable in Apache common stock and 40 percent (380 restricted stock units) is payable in cash and is characterized in this report as a disposition to the issuer. Information provided by plan administrator on 02/10/2012.

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(4) One share of Apache common stock for each restricted stock unit.

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