PITMAN CHARLES J

Form 4

August 16, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number: January 31,

OMB APPROVAL

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Check this box

Form 5 obligations may continue.

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

See Instruction

1(b).

Stock (1)

(Print or Type Responses)

1. Name and Address of Reporting Person * PITMAN CHARLES J			2. Issuer Name and Ticker or Trading Symbol APACHE CORP [APA]				ng	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			(Check all applicable)					
2000 POST OAK BLVD., SUITE 100			(Month/Day/Year) 08/15/2012					X Director 10% Owner Officer (give title Other (specify below) below) Director			
HOUSTON	(Street)			endment, Da nth/Day/Year		1			•	rson	
(City)	(State)	(Zip)	m 1:			C	••	Person	e 15 e 1		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	ate 2A. Deer Execution		3. Transaction Code (Instr. 8)	4. Securi	ties A	cquired d of (D)	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	
Common Stock (1)	08/15/2012			M(2)	949	A	\$0	24,320.7672	D		
Common Stock (1)	08/15/2012			D <u>(3)</u>	380	D	\$ 87.73	23,940.7672	D		
Common								11 8/15 31/	ī	Held by CJ Pitman	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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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. Transac Code (Instr. 8	Secution Deri Secution Acqui or D (D)	urities uired (A isposed r. 3, 4,	A)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		3 (
				Code '	V (A	·) (1	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock / Units	\$ 0 (4)	08/15/2012		M		9.	49	(2)	(2)	Common Stock (1)	949	
Restricted Stock / Units	\$ 0 (4)	08/15/2012		A	2,2	79		<u>(5)</u>	<u>(5)</u>	Common Stock (1)	2,279	

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 6	Director	10% Owner	Officer	Other				
PITMAN CHARLES J 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056	X		Director					

Signatures

Cheri L. Peper, Attorney-in-Fact 08/16/2012

**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) Vesting on 08/15/2012 of restricted stock units granted to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan.

Reporting Owners 2

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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 on 08/15/2012, 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.
- (4) One share of Apache common stock for each restricted stock unit.
 - Restricted stock units granted on 08/15/2012 to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation
- (5) Plan, which plan was approved by stockholders in May 2011. The units vest 50% thirty days after grant date and 50% twelve months after grant date. There are no dividend equivalents associated with this grant.

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.