Bedingfield John R. Form 4 April 22, 2013

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005 Estimated average

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response... 0.5

obligations may continue.

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

SECURITIES

1(b).

Form 5

(Print or Type Responses)

1. Name and Adda Bedingfield Jo		ing Person *	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	(and a series of			
2000 POST OA	AK BLVD,	SUITE	(Month/Day/Year) 04/20/2013	Director 10% Owner _X_ Officer (give title Other (specify below) Vice President			
	(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	ities Acq	uired, Disposed o	f, or Beneficial	ly 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. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	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 Beneficial Ownership (Instr. 4)
Common Stock (1)	04/20/2013		M(2)	8,000	A	\$ 0	29,993.665	D	
Common Stock (1)	04/20/2013		F(3)	3,356	D	\$ 68.84	26,637.665	D	
Common Stock (1)							10,570.908	I	Held by Trustee of 401(k) Plan
Common Stock (1)							8,328.357	I	Held by Trustee of NQ Plan

Edgar Filing: Bedingfield John R. - Form 4

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)

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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration I (Month/Day	Pate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		f 8. Pr Deriv Secu (Instr	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Restricted Stock / Units (4)	\$ 0 (5)	04/20/2013		<u>J(6)</u>	3,993	<u>(6)</u>	<u>(6)</u>	Common Stock (1)	3,993	75.	
Restricted Stock / Units (4)	\$ 0 (5)	04/20/2013		M	8,000	(2)	(2)	Common Stock (1)	8,000	\$	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Bedingfield John R. 2000 POST OAK BLVD SUITE 100 HOUSTON, TX 77056

Vice President

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).
- (1) 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

Reporting Owners 2

Edgar Filing: Bedingfield John R. - Form 4

to such Rights, if any, is reflected in the market price of the common stock.

- (2) Vesting as of 04/20/2013 of restricted stock units pursuant to restricted stock unit award agreement under employer plan. Data provided by plan administrator on 04/22/2013.
- (3) Shares withheld to cover required tax withholding on vesting of restricted stock units effective as of 04/20/2013. Data provided by plan administrator on 04/22/2013.
- (4) With tandem tax withholding right
- (5) One share of Apache common stock for each restricted stock unit.
- (6) Disposition to the issuer for value in a non-exempt transaction.

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.