Bedingfield John R. Form 4 May 21, 2013

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Bedingfield John R.

(Last) (First) (Middle)

2000 POST OAK BLVD, SUITE 100

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

APACHE CORP [APA] 3. Date of Earliest Transaction

(Month/Day/Year) 05/20/2013

4. If Amendment, Date Original

Filed(Month/Day/Year)

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner Officer (give title \_\_X\_\_ Other (specify below) below)

Former Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(Zip)

HOUSTON, TX 77056

(City)

Table I -	- Non-Derivative	Securities Acc	mired. Dist	posed of, or	Beneficially	Owned
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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. Securi or(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock (1)	05/20/2013		M	2,950	A	\$ 71.88	12,122.665	D	
Common Stock (1)	05/20/2013		M	3,300	A	\$ 74.1	15,422.665	D	
Common Stock (1)	05/20/2013		S	2,950	D	\$ 83.85	12,472.665	D	
Common Stock (1)	05/20/2013		S	300	D	\$ 83.3	12,172.665	D	
Common Stock (1)	05/20/2013		S	2,900	D	\$ 83.831	9,272.665	D	

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Common Stock (1)	05/20/2013	S	100	D	\$ 83.836	9,172.665	D		
Common Stock (1)						10,570.908	I	Held by Trustee of 401(k) Plan	
Common Stock (1)						8,465.202	I	Held by Trustee of NQ Plan	
Common Stock (1)						17,465	I	Held by Revocable Trust	
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							are not	SEC 1474 (9-02)	

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

number.

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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 out Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	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 \$71.88)	\$ 71.88	05/20/2013		M	2,950	(3)	05/03/2016	Common Stock (1)	2,950
Option (Buy \$74.10)	\$ 74.1	05/20/2013		M	3,300	<u>(4)</u>	05/02/2017	Common Stock (1)	3,300

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

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

Former Officer

#### **Signatures**

Cheri L. Peper, Attorney-in-Fact

05/21/2013

\*\*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) With tandem tax withholding right
- (3) Exercisable ratably over four years beginning 05/03/2007.
- (4) Exercisable ratably over four years beginning 05/02/2008.

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.

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