APACHE CORP Form 4 August 19, 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 vasnington, D.C. 20549

Expires: January 31, 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

5. Relationship of Reporting Person(s) to

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

2. Issuer Name and Ticker or Trading

response... 0.5

1(b).

Stock (1)

(Print or Type Responses)

1. Name and Address of Reporting Person *

LAWRENCE GEORGE D			Symbol	*					Issuer			
			APACI	APACHE CORP [APA]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	f Earliest	Tra	insaction			· ·	••		
			(Month/D)				_X_ Director		Owner	
2000 POST OAK BLVD, SUITE			08/15/2	08/15/2013					Officer (give below)	below)	er (specify	
100									,	Director		
(Street)			4. If Ame	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
	Filed(M			Ionth/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person			
HOUSTON	T, TX 77056								Form filed by N Person	More than One Re	porting	
(City)	(State)	(Zip)	Tabl	le I - Non	ı-De	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction D	ate 2A. De	emed	3.		4. Securi		-	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year) Execution Date, if			* * * * * * * * * * * * * * * * * * * *					Securities	Indirect Beneficial		
(Instr. 3) any (Month/Day/			/Day/Year)	Code (Instr. 3, 4 and 5) ay/Year) (Instr. 8)				3)	Beneficially Form: Direct Beneficially Owned (D) or Owned			
		(Ivionui	(Buji Tear)	(Instr. c	,				Following	Indirect (I)	(Instr. 4)	
							(A)		Reported	(Instr. 4)		
							or		Transaction(s) (Instr. 3 and 4)			
				Code	V	Amount	(D)	Price	(Ilisti. 3 alid 4)			
Common Stock (1)	08/15/2013			M(2)		1,140	A	\$ 0	35,674.369	D		
Common Stock (1)	08/15/2013			D(3)		456	D	\$ 80.27	35,218.369	D		
Common									3.000	T	By Spouse's	

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

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3,000

Spouse's

IRA

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displays a currently valid OMB control

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 of in 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock / Units (4)	\$ 0 (5)	08/15/2013		A	1,868		<u>(6)</u>	<u>(6)</u>	Common Stock (1)	1,868
Restricted Stock / Units	\$ 0 (5)	08/15/2013		M		1,140	(2)	(2)	Common Stock (1)	1,140

Reporting Owners

Reporting Owner Name / Address	Relationships						
Fg	Director	10% Owner	Officer	Other			
LAWRENCE GEORGE D 2000 POST OAK BLVD SUITE 100 HOUSTON, TX 77056	X		Director				

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) Vesting on 08/15/2013 of restricted stock units granted to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan.
- (3) 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

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contained such terms when granted under the terms of such plan. Of the total 1,140 restricted stock units that vested on 08/15/2013, 60 percent (684 restricted stock units) is payable in Apache common stock and 40 percent (456 restricted stock units) is payable in cash and is characterized in this report as a disposition to the issuer.

- (4) With tandem tax withholding right
- (5) One share of Apache common stock for each restricted stock unit.
 - Restricted stock units granted on 08/15/2013 to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation
- (6) 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.