APACHE CORP Form 4 August 19, 2013

FORM 4

OMB APPROVAL

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

2. Issuer Name and Ticker or Trading

OMB 3235-0287 Number:

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

SECURITIES

Estimated average burden hours per response...

5. Relationship of Reporting Person(s) to

Form 5 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

0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

08/15/2013

Stock (1)

Common

Stock (1)

PITMAN C	CHARLES J	•	Symbol APACHE CORP [APA]			(Check all applicable)		
(Last) 2000 POST 100	(First) ((Month)	of Earliest Trans Day/Year) 2013	saction		_X_ Director Officer (give below)	10%	Owner r (specify
HOUSTON	(Street)		nendment, Date (onth/Day/Year)	Original			•	rson
11005101	i, 1X //030					Person		
(City)	(State)	(Zip) Tal	ble I - Non-Deri	ivative Secu	rities Acq	uired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Transaction(A Code (In (Instr. 8)	A) or Dispose nstr. 3, 4 and (A) or	ed 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)	08/15/2013			,140 A	\$ 0	24,397.3836	D	
Common	08/15/2013		$\mathbf{D}^{(3)}$ $\mathbf{\Delta}^{4}$	56 D	\$	23 941 3836	D	

456

D

80.27

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

 $D_{(3)}^{(3)}$

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

23,941.3836

14,861.157

D

I

Held by

Ltd Prtnrshp

CJ Pitman

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required to respond unless the form displays a currently valid OMB control number.

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)	Code			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						
•	Director	10% Owner	Officer	Other			
PITMAN CHARLES J							
2000 POST OAK BLVD.	X		Director				
SUITE 100	Λ		Director				
HOUSTON, TX 77056							

Signatures

**Signature of Reporting Person

Cheri L. Peper, Attorney-in-Fact 08/19/2013

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)

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 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.