APACHE CORP Form 4 May 07, 2014

## FORM 4

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

**OMB APPROVAL** OMB 3235-0287

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Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

1(b).

(Print or Type Responses)

1. Name and Address of Reporti Johnston Robert V. II	ng Person *	2. Issuer Name <b>and</b> 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			
2000 POST OAK BLVD., 100	SUITE	(Month/Day/Year) 05/06/2014	Director 10% OwnerX Officer (give title Other (specify below)  Executive Vice President		
(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
HOUSTON, TX 77056-44	400	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	le 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. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	action(s)	
Common Stock	05/06/2014		M(1)	550	A	\$ 0	9,250	D	
Common Stock	05/06/2014		F(2)	180	D	\$ 86.96	9,070	D	
Common Stock							23,620.433	I	Held by Trustee of 401(k) Plan
Common Stock							20,404.054	I	Held by Trustee of NQ Plan

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

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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)	4. Transaction Code (Instr. 8)	Deriva Securi Acqui (A) or Dispos (D)	erivative (Month/Day/Year) eccurities ecquired a) or isposed of b) nstr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr	
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units (3)	\$ 0 (3)	05/06/2014	M	537		<u>(4)</u>	<u>(4)</u>	Common Stock	537	\$
Restricted Stock / Units (5)	\$ 0 (6)	05/06/2014	M		537	<u>(7)</u>	<u>(7)</u>	Common Stock	537	\$
Restricted Stock / Units (5)	\$ 0 (6)	05/06/2014	M		550	<u>(1)</u>	<u>(1)</u>	Common Stock	550	\$

# **Reporting Owners**

Reporting Owner Name / Address		Relationships	

Director 10% Owner Officer Other

Johnston Robert V. II 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056-4400

**Executive Vice President** 

## **Signatures**

Cheri L. Peper, Attorney-in-Fact 05/07/2014

\*\*Signature of Reporting Person Date

Reporting Owners 2

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### **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) Vesting on 05/05/2014 of restricted stock units under employer plan data provided by plan administrator on 05/06/2014. Vesting occurs 25% per year over four years.
- (2) Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 05/05/2014 data provided by plan administrator on 05/06/2014.
- (3) One share of Apache common stock for each phantom stock unit.
- (4) Exempt acquisition pursuant to Rule 16b-3(d). Accrued under the deferred compensation provisions of Apache's Deferred Delivery Planeffective as of 05/04/2014. Data provided by the plan administrator on 05/06/2014.
- (5) With tandem tax withholding right
- (6) One share of Apache common stock for each restricted stock unit.
- (7) Vesting on 05/04/2014 of restricted stock units under employer plan data provided by plan administrator on 05/06/2014. Vesting occurs 25% per year over four years.

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.