APACHE CORP Form 4 June 03, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires: January 31, 2005

OMB APPROVAL

Estimated average burden hours per response... 0.5

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

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

| Hoyt Rebecca A | | | Symbol APACHE CORP [APA] | | | | | (Check all applicable) | | | |
|--------------------------------------|-----------------------------------|--|--|-----------------------|---|------------------|---|---|---------------------------------------|---|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | Director 10% Owner | | | |
| 2000 POST 100 | OAK BLVD. | , SUITE | 06/01/2 | 014 | | | | _X_ Officer (give below) Vice President | below) c, Chief Acct / C Controller | er (specify Officer and | |
| | (Street) | | 4. If Ame | ndment, Da | te Origina | 1 | | 6. Individual or Jo | oint/Group Filir | g(Check | |
| | | Filed(Mor | Filed(Month/Day/Year) | | | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| HOUSTON, TX 77056 | | | | | | | | 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 I (Month/Day/Ye | tion Date 2A. Deemed 3. 4. Securities Acquire ay/Year) Execution Date, if any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) | | d of (D) | Securities Ownership Beneficially Form: Direct Owned (D) or | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| | | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | (IIIsu: +) | | |
| Common Stock | 06/01/2014 | | | $M_{\underline{(1)}}$ | 941 | A | \$0 | 7,416 | D | | |
| Common Stock | 06/01/2014 | | | F(2) | 258 | D | \$ 93.22 | 7,158 | D | | |
| Common Stock | | | | | | | | 13,235.21 | I | Held by Trustee of 401(k) Plan | |

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | Transactionof | | Expiration Date | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Pri Deriv Secui (Instr |
|---|---|---|---|---------------|---------|---------------------|--------------------|---|--|------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock / Units (3) | \$ 0 (4) | 06/01/2014 | | M | 941 | 06/01/2014 | <u>(1)</u> | Common Stock | 941 | \$ |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hoyt Rebecca A 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056

Vice President, Chief Acct Officer and Controller

Signatures

Cheri L. Peper, Attorney-in-Fact 06/03/2014

**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) Vesting on 06/01/2014 of restricted stock units under employer plan. Vesting occurs 25% per year over four years.
- (2) Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 06/01/2014.
- (3) With tandem tax withholding right
- (4) One share of Apache common stock for each restricted stock unit.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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