MCARDLE JANINE J

Form 4 June 16, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

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

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

obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock (1)

(Print or Type Responses)

1. Name and Address of Reporting Person *

MCARDLE JANINE J			Symbol	Symbol APACHE CORP [APA]					Issuer (Check all applicable)				
(Last)	(First)	(Middle)		Earliest Tr	ansaction								
2000 POST OAK BOULEVARD, SUITE 100				(Month/Day/Year) 06/14/2010					Director 10% Own X Officer (give title Other (specific points)				
			06/14/20						below) below)				
SUITE 100								V	ice President				
(Street)			4. If Ame	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)				
	Filed(Mor												
								X Form filed by One Reporting Person Form filed by More than One Reporting Person					
HOUSTON, TX 77056													
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	quired, Disposed of, or Beneficially Owned					
1.Title of	2. Transaction D			3. 4. Securities Acquired				5. Amount of		7. Nature of			
Security (Instr. 3)	(Month/Day/Ye	ar) Exec	cution Date, if	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Securities Beneficially	*	Indirect Beneficial			
			nth/Day/Year)	(Instr. 8)				Owned	(D) or	Ownership			
			•					Following	Indirect (I)	(Instr. 4)			
						(A)		Reported Transaction(s)	(Instr. 4)				
						or		(Instr. 3 and 4)					
C				Code V	Amount	(D)	Price	,					
Common Stock (1)	06/14/2010			M(2)	773	A	\$0	16,031	D				
Common	06/14/2010			F(3)	205	D	\$	15,826	D				
Stock (1)	00,11,2010			-	-00	_	95.34	10,020	_				
Common Stock (1)								462	I	Held by Spouse			
Common								114	I	Held by			

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

Son

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SEC 1474 (9-02)

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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)	Transaction Date 3A. Deemed 4. 5. Number any Code Derivative (Month/Day/Year) (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, and 5)		Expiratio e (Month/E		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisal	Expiration le Date	Title	Amount or Number of Shares
Conditional Grant / (\$81.00 Threshold)	\$ 0	06/14/2010		М	773	3 (2)	07/14/2010	Common Stock (1)	773

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MCARDLE JANINE J 2000 POST OAK BOULEVARD, SUITE 100 HOUSTON, TX 77056

Vice President

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) \$81.00 price threshold attained on 06/14/2007 under the terms of 2005 Share Appreciation Plan. Data for the 06/14/2010 vesting provided by the plan administrator on 06/15/2010. Grant vested one-fourth on each of 06/14/2007, 06/14/2008, 06/14/2009, and 06/14/2010, and

Reporting Owners 2

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vested portion distributed within 30 days of each such date.

- (3) Shares used to cover required tax withholding on 06/14/2010 vesting of conditional grant. Data provided by the plan administrator on 06/15/2010.
- (4) With tandem tax withholding right

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