APACHE CORP Form 4 May 23, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2. Issuer Name and Ticker or Trading

APACHE CORP [APA]

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 all applicable)

Issuer

531.805

I

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

SECURITIES 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

Symbol

O'Brien Urban F.

Common

Stock

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

See Instruction

| · · | (71) | a | | | | | | (Che | k an applicable | ') | |
|--------------------------------------|--|---------------|-----------------------------------|--|--------------------------------|---|-------------|--|--|---|--|
| (Last) | (First) | (Middle) | 3. Date of | f Earliest Ti | ransaction | | | | | | |
| 2000 POST 100 | OAK BLVD., | SUITE | (Month/D 05/23/20 | • | | | | Director _X_ Officer (given below) | | Owner er (specify | |
| | 4. If Ame | ndment, Da | te Origina | 1 | | 6. Individual or Joint/Group Filing(Check | | | | | |
| | | | | Filed(Month/Day/Year) | | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction I (Month/Day/Ye | ar) Execution | emed on Date, if 'Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securion(A) or D (Instr. 3, | ispose 4 and (A) or | d 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 | 05/23/2014 | | | M(1) | 425 | A | \$ 0 | 6,790 | D | | |
| Common Stock | 05/23/2014 | | | F(2) | 117 | D | \$ 90.34 | 6,673 | D | | |
| Common Stock | | | | | | | | 2,009.022 | I | Held by Trustee of 401(k) Plan | |

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price Deriva Securit (Instr. : |
|---|---|---|---|---------------------------------------|--|--|--------------------|---|--|--|
| | | | | Code V | and 5) (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock / Units (3) | \$ 0 (4) | 05/23/2014 | | M | 425 | <u>(1)</u> | <u>(1)</u> | Common Stock | 425 | \$ (|

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

O'Brien Urban F.

2000 POST OAK BLVD.

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).
- (1) Vesting on 05/22/2014 of restricted stock units under employer plan data provided by plan administrator on 05/23/2014 Vesting occurs 25% per year over four years.
- (2) Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 05/22/2014 data provided by plan administrator on 05/23/2014.

Reporting Owners 2

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- (3) With tandem tax withholding right
- (4) One share of Apache common stock for each restricted stock unit.

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