APACHE CORP Form 4 August 18, 2014

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

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

January 31, Expires:

Issuer

2005 Estimated average burden hours per

5. Relationship of Reporting Person(s) to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

response... 0.5

Form 5 obligations may continue. See Instruction 1(b).

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

Symbol

(Print or Type Responses)

PITMAN CHARLES J

1. Name and Address of Reporting Person *

			APACHE CORP [APA]			(Check all applicable)					
(Last) 2000 POST 100	(First) OAK BLVD.,	· , , , , , , , , , , , , , , , , , , ,			of Earliest Transaction /Day/Year) 2014				_X_ Director 10% Owner Officer (give title Other (specify below) Director		
HOUSTON			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	med n Date, if Day/Year)	3. Transactio Code (Instr. 8)	(Instr. 3,	spose	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	08/15/2014			M(1)	934	A	\$ 0	24,191.3836	D		
Common Stock	08/15/2014			D(2)	374	D	\$ 98.68	23,817.3836	D		
Common Stock								16,105.157	I	Held by CJ Pitman Ltd Prtnrshp	

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

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

 Title of Derivative 	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if			6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities		8. Price Derivat
Security (Instr. 3)	or Exercise Price of Derivative Security	(monus Days Teal)	any (Month/Day/Year)	Transaction of Code Derivative (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)		(Instr. 3 and 4)		Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock / Units	\$ 0 (3)	08/15/2014		M	934	<u>(1)</u>	<u>(1)</u>	Common Stock	934	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Othe			
PITMAN CHARLES J							
2000 POST OAK BLVD.	X		Director				
SUITE 100	Λ		Director				
HOUSTON, TX 77056							

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 08/15/2014 of restricted stock units granted to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan. Data provided by plan administrator on 08/18/2014.
 - 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
- (2) contained such terms when granted under the terms of such plan. Of the total 934 restricted stock units that vested on 08/15/2014, 60 percent (560 restricted stock units) is payable in Apache common stock and 40 percent (374 restricted stock units) is payable in cash and is characterized in this report as a disposition to the issuer.

(3) One share of Apache common stock for each restricted stock unit.

Reporting Owners 2

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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.