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APACHE CORI Form 4	Р										
July 02, 2015											
FORM 4			GEGU	DITIES				NT	PPROVAL		
	UNITED	STATES		shington			E COMMISSIO	N OMB Number:	3235-0287		
Check this be if no longer subject to Section 16. Form 4 or Form 5 obligations may continue See Instructio	STATEM Filed pur Section 17(F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Sectio of the Investment Company Act of 1940					Estimated burden hou response	Estimated average burden hours per response 0.5			
1(b).											
(Print or Type Resp	onses)										
1. Name and Address of Reporting Person <u>*</u> Bay Annell R			2. Issuer Name and Ticker or Trading Symbol APACHE CORP [APA]			5. Relationship of Reporting Person(s) to Issuer					
(Last) (First) (Middle) 3. Date of Earliest Trai						(Check all applicable)					
2000 POST OAK BLVD., SUITE 100			(Month/Day/Year) 06/30/2015			X_ Director 10% Owner Officer (give title Other (specify below) below) Director					
			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					
HOUSTON, TY	X 77056						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	ransaction Date onth/Day/Year)	Execution any	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	(A) or 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)		
			2		<i>c</i>						
Reminder: Report of	on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ns who res nation con red to resp ays a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of 8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities I
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4) S

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	nth/Day/Year) (Instr. 8) Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)		of				
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units <u>(1)</u>	\$ 0 <u>(1)</u>	06/30/2015		М	867		(2)	(2)	Common Stock	867
Restricted Stock / Units	\$ 0 <u>(3)</u>	06/30/2015		A	867		06/30/2015 <u>(4)</u>	(4)	Common Stock	867
Restricted Stock / Units	\$ 0 <u>(3)</u>	06/30/2015		М	80	67	(5)	(5)	Common Stock	867

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Bay Annell R 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056	Х		Director				
Signatures							
Cheri L. Peper, Attorney-in-Fact	07	/02/2015					

<u>**</u>Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) One share of Apache common stock for each phantom stock unit.
- (2) Exempt acquisition pursuant to Rule 16b-3(d). Accrued under the deferred compensation provisions of Apache's 2011 Omnibus Equity Compensation Plan (non-employee directors' deferral program)..
- (3) One share of Apache common stock for each restricted stock unit.
- (4) Restricted stock units granted to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan, which plan was approved by stockholders in May 2011.
- (5) Vesting of restricted stock units granted to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan.

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

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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.