

FARRIS G STEVEN  
 Form 4  
 June 04, 2012

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**FARRIS G STEVEN**

2. Issuer Name and Ticker or Trading Symbol  
**APACHE CORP [APA]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 2000 POST OAK BLVD., SUITE 100  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 06/04/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman and CEO

HOUSTON, TX 77056

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |   |
| Common Stock <u>(1)</u>         | 06/04/2012                           |  | M <sup>(2)</sup>               | 6,264 A \$ 0  | 347,385   | D  |   |
| Common Stock <u>(1)</u>         |                                      |  |                                |   | 764.974   | I  | Held by trustee of 401(k) plan                        |
| Common Stock <u>(1)</u>         |                                      |  |                                |   | 11,488.884  | I  | Held by Trustee of NQ Plan                            |
| Common Stock <u>(1)</u>         |                                      |  |                                |   | 10,000  | I  | By Trust fbo Grandchildren                            |
| Common Stock <u>(1)</u>         |                                      |  |                                |   | 300   | I  | By Son  |

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|                         |           |   |                   |
|-------------------------|-----------|---|-------------------|
| Common Stock <u>(1)</u> | 3,450     | I | By Trust fbo Son  |
| Common Stock <u>(1)</u> | 271       | I | By Spouse         |
| Common Stock <u>(1)</u> | 26,217.48 | I | Held in IRA       |
| Common Stock <u>(1)</u> | 1,000     | I | By PME 2011 Trust |
| Common Stock <u>(1)</u> | 1,000     | I | By ARE 2011 Trust |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Pr Deriv Secur (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|------------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)  | Date Exercisable   | Expiration Date   | Title                              | Amount or Number of Shares |
| Restricted Stock / Units <u>(3)</u>        | \$ 0   | 06/04/2012                           |  | M                              | 6,264  | <u>(2)</u>   | <u>(2)</u>  | Common Stock <u>(1)</u>            | 6,264                      |
| Restricted Stock / Units <u>(3)</u>        | \$ 0 <u>(4)</u>  |                                      |  |                                |  | <u>(5)</u>   | <u>(5)</u>  | Common Stock <u>(1)</u>            | 93                         |

## Reporting Owners

| Reporting Owner Name / Address         | Relationships |           |                  |       |
|--|---------------|-----------|------------------|-------|
|  | Director      | 10% Owner | Officer          | Other |
| FARRIS G STEVEN<br>2000 POST OAK BLVD. | X             |           | Chairman and CEO |       |

SUITE 100  
HOUSTON, TX 77056

## Signatures

Cheri L. Peper,  
Attorney-in-Fact

06/04/2012

\_\_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

- (1) 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) Vesting on 06/01/2012 of restricted stock units under employer plan - data provided by plan administrator on 06/04/2012. Vesting occurs 25% per year over four years.

- (3) With tandem tax withholding right

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

- (5) Restricted stock units granted under employer plan. The units vest ratably over four years beginning one year from the date of grant.

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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