APACHE CORP Form 4

September 12, 2014

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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5. Relationship of Reporting Person(s) to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

1(b).

Stock

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Graham Jon			Symbol APACHE CORP [APA] 3. Date of Earliest Transaction					Issuer (Check all applicable)			
(Last)											
(Last) (First) (Middle) 2000 POST OAK BLVD., SUITE			(Month/Day/Year) 09/11/2014					DirectorX Officer (given	ve title Oth	6 Owner her (specify	
100						below) below) Vice President					
	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						Form filed by More than One Reporting Person					
(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	emed on Date, if /Day/Year)	3. Transaction Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) o l 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	09/11/2014			M(1)	389	A	\$0	1,971	D		
Common								4,904.264	I	Held by trustee of	

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

401(k) plan

Held by

trustee of

NQ plan

7,941.159

Ι

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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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (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 I S (	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units (2)	\$ 0 (2)	09/11/2014		M		389	<u>(1)</u>	<u>(1)</u>	Common Stock	389	
Phantom Stock Units (2)	\$ 0 (2)	09/11/2014		F		129.826	(3)	(3)	Common Stock	129.826	
Phantom Stock Units (2)	\$ 0 (2)	09/11/2014		D		0.4778	<u>(4)</u>	<u>(4)</u>	Common Stock	0.4778	

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Graham Jon

2000 POST OAK BLVD.

SUITE 100

HOUSTON, TX 77056

Vice President

### **Signatures**

Cheri L. Peper, Attorney-in-Fact

09/12/2014

\*\*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) Exempt transaction pursuant to Rule 16(b)-3 distribution under the provisions of Apache's Deferred Delivery Plan, as of 09/11/2014.

  Data provided by the plan administrator on 09/12/2014.
- (2) One share of Apache common stock for each phantom stock unit.

Reporting Owners 2

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- (3) Exempt transaction units used to cover required tax withholding on a transaction exempt under Rule 16b-3 as of 09/11/2014 data provided by the plan administrator on 09/12/2014.
- Exempt transaction disposition to the issuer involving the settlement of a fractional unit in cash in connection with transaction exempt under Rule 16b-3 as of 09/11/2014 data provided by the plan administrator on 09/12/2014.

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.