Hoyt Rebecca A Form 4 December 17, 2009

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

Check this box

if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person \* Hoyt Rebecca A

(Last) (First) (Middle)

ONE POST OAK CENTRAL, 2000 POST OAK BLVD, SUITE 100

(Street)

HOUSTON, TX 77056

2. Issuer Name and Ticker or Trading

Symbol

APACHE CORP [APA]

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

12/16/2009

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

**OMB** 

Number:

Expires:

response...

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner Other (specify \_X\_\_ Officer (give title

below)

Vice President / and Controller

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

### (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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock (1)	12/16/2009		M	800	A	\$ 56.73	5,691	D	
Common Stock (1)	12/16/2009		M	650	A	\$ 71.88	6,341	D	
Common Stock (1)	12/16/2009		M	1,650	A	\$ 74.1	7,991	D	
Common Stock (1)	12/16/2009		M(2)	950	A	\$ 42.68	8,941	D	
Common Stock (1)	12/16/2009		D(2)	950	D	\$ 101.61	7,991	D	

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Common Stock (1)	12/16/2009	S	800	D	\$ 101.53	7,191	D	
Common Stock (1)	12/16/2009	S	650	D	\$ 101.6	6,541	D	
Common Stock (1)	12/16/2009	S	1,650	D	\$ 101.58	4,891	D	
Common Stock (1)						10,991.194	I	Held by Trustee of 401(k) Plan

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. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Buy \$56.73) (3)	\$ 56.73	12/16/2009		M	800	<u>(4)</u>	05/05/2015	Common Stock (1)	800
Option (Buy \$71.88) (3)	\$ 71.88	12/16/2009		M	650	<u>(5)</u>	05/03/2016	Common Stock (1)	650
Option (Buy \$74.10) (3)	\$ 74.1	12/16/2009		M	1,650	<u>(6)</u>	05/02/2017	Common Stock (1)	1,650
Stock Appreciation Rights - \$42.68 (3)	\$ 42.68	12/16/2009		M	950	<u>(7)</u>	05/06/2014	Common Stock (1)	950

# **Reporting Owners**

**Reporting Owner Name / Address** 

Relationships

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Director 10% Owner Officer Other

Hoyt Rebecca A ONE POST OAK CENTRAL 2000 POST OAK BLVD, SUITE 100 HOUSTON, TX 77056

Vice President and Controller

## **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).
- The shares of common stock of Apache are deemed to also represent certain preferred stock purchase rights ('Rights'). The Rights are not currently exercisable or separately tradable and presently are evidenced by certificates for shares of the common stock. Value attributable
- 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) Exercise of stock appreciation rights, under employer plan, settled in cash.
- (3) With tandem tax withholding right
- (4) Exercisable ratably over four years, beginning 05/05/2006
- (5) Exercisable ratably over four years, beginning 05/03/2007
- (6) Exercisable ratably over four years beginning 05/02/2008.
- (7) Exercisable ratably over four years, beginning 05/06/2005

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.

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