

APACHE CORP  
Form 4  
February 25, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
**PLANK ROGER B**

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

HOUSTON, TX 77056

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
02/21/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and / Chief Corporate Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 (A) or (D) Price   |  |   |
| Common Stock <sup>(1)</sup>     | 02/21/2014                           |  | S                              |   | 3,100 D \$ 85.81  | 123,998  | D   |
| Common Stock <sup>(1)</sup>     | 02/21/2014                           |  | S                              |   | 900 D \$ 85.815   | 123,098  | D   |
| Common Stock <sup>(1)</sup>     | 02/21/2014                           |  | S                              |   | 1,992 D \$ 85.81  | 75,645.1143 <sup>(2)</sup>                               | I By Trust <sup>(3)</sup>                             |
| Common Stock <sup>(1)</sup>     | 02/21/2014                           |  | S                              |   | 3,000 D \$ 85.62  | 22,078.845   | I Held by trustee of NQ Plan                          |
| Common Stock <sup>(1)</sup>     | 02/21/2014                           |  | S                              |   | 8 D \$ 85.81  | 225.8857 <sup>(4)</sup>                                  | I Indian Creek  |

|                         |  |            |   | Holdings, Ltd.                 |
|-------------------------|--|------------|---|--------------------------------|
| Common Stock <u>(1)</u> |  | 12,134     | I | By Spouse                      |
| Common Stock <u>(1)</u> |  | 31,430     | I | By trust fbo L.B. Plank        |
| Common Stock <u>(1)</u> |  | 39,596.035 | 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |               |                         |
|---|---------------|-----------|---------------|-------------------------|
|   | Director      | 10% Owner | Officer       | Other                   |
| PLANK ROGER B<br>2000 POST OAK BLVD, SUITE 100<br>HOUSTON, TX 77056 |               |           | President and | Chief Corporate Officer |

## Signatures

Cheri L. Peper,  
Attorney-in-Fact

02/25/2014

\_\_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).

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.

The number of shares reported herein consists of (i) shares held directly by the Trusts and (ii) the shares attributable to and held indirectly

(2) by the Trusts through the Trusts' ownership interest in the Limited Partnership. The reporting person's children are the beneficiaries of the Trusts, and the reporting person and his spouse are trustees of the Trusts.

(3) These shares are held in trust for the benefit of the reporting person's children. The reporting person and spouse are trustees.

These shares are held by the Limited Partnership. Two entities owned by the reporting person and his spouse are the general partners of

(4) the Limited Partnership, and the Trusts are the limited partners of the Limited Partnership. These shares do not include the shares attributable to the Trusts' ownership interest in the Limited Partnership that are reported on a separate line.

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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