

Carmony David A  
Form 3  
July 22, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 * |          | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol  |  |
| Â Carmony David A                         |          | (Month/Day/Year)                     | APACHE CORP [APA]   |  |
| (Last)                                    | (First)  | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer  | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|   |          | 07/22/2010                           |   |  |
| 2000 POST OAK                             |          |                                      | (Check all applicable)  |  |
| BLVD.,Â SUITE 100                         |          |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  |
|   | (Street) |                                      | Vice President  |  |
| HOUSTON,Â TXÂ 77056-4400                  |          |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)  |  |
| (City)                                    | (State)  | (Zip)                                | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock <sup>(1)</sup>        | 13,962.513   | D   | Â  |
| Common Stock <sup>(1)</sup>        | 1,014.488  | I   | Held by Trustee 401(k) Plan                              |
| Common Stock <sup>(1)</sup>        | 1,014.718  | I   | Held by Trustee of NQ Plan                               |

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---|---|--|---------------|--------------|----------------------------------|
|---|---|--|---------------|--------------|----------------------------------|

Edgar Filing: Carmony David A - Form 3

|  | Date Exercisable | Expiration Date | Derivative Security (Instr. 4)<br>Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|--|------------------|-----------------|---|----------------------------|--|--|----------------------|
| Restricted Stock / Units <u>(2)</u>              | Â <u>(4)</u>     | Â <u>(4)</u>    | Common Stock <u>(1)</u>                 | 9,617                      | \$ 0 <u>(3)</u>                          | D  | Â                    |
| Option (Buy \$56.73) <u>(2)</u>                  | Â <u>(2)</u>     | 05/05/2015      | Common Stock <u>(1)</u>                 | 2,050                      | \$ 56.73                                 | D  | Â                    |
| Conditional Grant / (\$108 Threshold) <u>(2)</u> | 03/01/2011       | Â <u>(5)</u>    | Common Stock <u>(1)</u>                 | 995                        | \$ 0 <u>(5)</u>                          | D  | Â                    |
| Option (Buy \$71.88) <u>(2)</u>                  | Â <u>(2)</u>     | 05/03/2016      | Common Stock <u>(1)</u>                 | 3,140                      | \$ 71.88                                 | D  | Â                    |
| Stock Appreciation / Rights - \$42.68 <u>(2)</u> | Â <u>(2)</u>     | 05/06/2014      | Common Stock <u>(1)</u>                 | 1,125                      | \$ 42.68                                 | D  | Â                    |
| Option (Buy \$74.10) <u>(2)</u>                  | Â <u>(2)</u>     | 05/02/2017      | Common Stock <u>(1)</u>                 | 3,900                      | \$ 74.1                                  | D  | Â                    |
| Option (Buy \$135.83) <u>(2)</u>                 | Â <u>(2)</u>     | 05/07/2018      | Common Stock <u>(1)</u>                 | 2,351                      | \$ 135.83                                | D  | Â                    |
| Conditional Grant / (\$162 Threshold)            | Â <u>(6)</u>     | 12/31/2010      | Common Stock <u>(1)</u>                 | 1,750                      | \$ 0 <u>(6)</u>                          | D  | Â                    |
| Conditional Grant / (\$216 Theshold)             | Â <u>(7)</u>     | 12/31/2012      | Common Stock <u>(1)</u>                 | 2,620                      | \$ 0 <u>(7)</u>                          | D  | Â                    |
| Option (Buy \$82.55) <u>(2)</u>                  | Â <u>(2)</u>     | 05/06/2019      | Common Stock <u>(1)</u>                 | 3,100                      | \$ 82.55                                 | D  | Â                    |
| Option (Buy \$99.30) <u>(2)</u>                  | Â <u>(2)</u>     | 05/05/2020      | Common Stock <u>(1)</u>                 | 3,668                      | \$ 99.3                                  | D  | Â                    |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| Carmony David A<br>2000 POST OAK BLVD.<br>SUITE 100<br>HOUSTON, TX 77056-4400 | Â             | Â         | Â Vice President | Â     |

## Signatures

David A.  
Carmony

07/22/2010

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) With tandem tax withholding right

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

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

- (5) \$108.00 price threshold attained on 02/29/2008 under the terms of 2005 Share Appreciation Plan. Grant vested or will vest one-fourth on each of 02/29/2008, 03/01/2009, 03/01/2010, and 03/01/2011, and vested portion distributed within 30 days of each such date.

Payable if Apache common stock attains the per share price threshold by 12/31/2010. If threshold is attained, will be paid over five

- (6) vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, 36 months, and 48 months following such date of attainment.

Payable if Apache common stock attains the per share price threshold by 12/31/2012. If threshold is attained, will be paid over five

- (7) vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, 36 months, and 48 months following such date of attainment.

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.