

APACHE CORP
Form 4
May 28, 2015

FORM 4

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
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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Graham Jon

(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)
05/27/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify
below) Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	05/27/2015		M ⁽¹⁾	646 A \$ 0	1,017	D	
Common Stock	05/27/2015		M ⁽¹⁾	411 A \$ 0	1,428	D	
Common Stock					4,939.34	I	Held by trustee of 401(k) plan
Common Stock					7,998.029	I	Held by trustee of NQ plan

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

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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 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units <u>(2)</u>	\$ 0 <u>(2)</u>	05/27/2015		M			646	<u>(1)</u>	<u>(1)</u>	Common Stock	646
Phantom Stock Units <u>(2)</u>	\$ 0 <u>(2)</u>	05/27/2015		F			215.59	<u>(3)</u>	<u>(3)</u>	Common Stock	215.59
Phantom Stock Units <u>(2)</u>	\$ 0 <u>(2)</u>	05/27/2015		D			0.7699	<u>(4)</u>	<u>(4)</u>	Common Stock	0.7699
Phantom Stock Units <u>(2)</u>	\$ 0 <u>(2)</u>	05/27/2015		M			411	<u>(1)</u>	<u>(1)</u>	Common Stock	411
Phantom Stock Units <u>(2)</u>	\$ 0 <u>(2)</u>	05/27/2015		F			137.1936	<u>(3)</u>	<u>(3)</u>	Common Stock	137.1936
Phantom Stock Units <u>(2)</u>	\$ 0 <u>(2)</u>	05/27/2015		D			0.5809	<u>(4)</u>	<u>(4)</u>	Common Stock	0.5809

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

05/28/2015

__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 05/22/2015 - data provided by the plan administrator on 05/27/2015.
- (2) One share of Apache common stock for each phantom stock unit.
- (3) Exempt transaction - units used to cover required tax withholding on a transaction exempt under Rule 16b-3 as of 05/22/2015 - data provided by the plan administrator on 05/27/2015 .
- (4) 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 05/22/2015 - data provided by the plan administrator on 05/27/2015.

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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