

APACHE CORP  
Form 4  
May 17, 2017

**FORM 4**

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

OMB APPROVAL

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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 \*  
Sullivan Timothy J

(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)  
05/16/2017

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)

Exec. VP - Operations Support

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 or Price                                                                               |                                                          |                                                       |
| Common Stock                    | 05/16/2017                           |                                                    | M <sup>(1)</sup>               |                                                                   | 2,137 A \$ 0                                                                                  | D                                                        |                                                       |
| Common Stock                    | 05/16/2017                           |                                                    | F <sup>(2)</sup>               |                                                                   | 897 D \$ 51.45                                                                                | D                                                        |                                                       |
| Common Stock                    | 05/17/2017                           |                                                    | M <sup>(3)</sup>               |                                                                   | 1,596 A \$ 0                                                                                  | D                                                        |                                                       |
| Common Stock                    | 05/17/2017                           |                                                    | F <sup>(4)</sup>               |                                                                   | 670 D \$ 50.97                                                                                | D                                                        |                                                       |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 23.542                                                                                        | I                                                        | Held by Trustee 401(k)                                |

|              |            |   |                                       |
|--------------|------------|---|---------------------------------------|
| Common Stock | 12,259.866 | I | Plan<br>Held by<br>Trustee<br>NQ Plan |
|--------------|------------|---|---------------------------------------|

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

**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.**

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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) | 8. Pr Deriv Secur (Instr. 3 and 4) |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|------------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                              | Amount or Number of Shares |
| Restricted Stock / Units <sup>(5)</sup>    | \$ 0 <sup>(6)</sup>                                    | 05/16/2017                           |                                                    | M                              | 2,137                                                                                   | <u>(1)</u>                                               | <u>(1)</u>                                                    | Common Stock                       | 2,137                      |
| Restricted Stock / Units <sup>(5)</sup>    | \$ 0 <sup>(6)</sup>                                    | 05/17/2017                           |                                                    | M                              | 1,596                                                                                   | <u>(3)</u>                                               | <u>(3)</u>                                                    | Common Stock                       | 1,596                      |

## Reporting Owners

| Reporting Owner Name / Address                                              | Relationships |           |                               |       |
|-----------------------------------------------------------------------------|---------------|-----------|-------------------------------|-------|
|                                                                             | Director      | 10% Owner | Officer                       | Other |
| Sullivan Timothy J<br>2000 POST OAK BLVD.<br>SUITE 100<br>HOUSTON, TX 77056 |               |           | Exec. VP - Operations Support |       |

## Signatures

Raj Sharma,  
Attorney-in-Fact

05/17/2017

          \*\*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) Vesting on 05/13/2017 of restricted stock units under employer plan - data provided by plan administrator on 05/16/2017. Vesting occurs 25% per year over four years.
- (2) Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 05/13/2017 - data provided by plan administrator on 05/16/2017.
- (3) Vesting on 05/16/2017 of restricted stock units under employer plan - data provided by plan administrator on 05/17/2017. Vesting occurs 25% per year over four years.
- (4) Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 05/16/2017 - data provided by plan administrator on 05/17/2017.
- (5) With tandem tax withholding right
- (6) One share of Apache common stock for each restricted stock unit.

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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