

CHAMBERS THOMAS P
Form 4
April 03, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
CHAMBERS THOMAS P

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
04/02/2012

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Exec Vice President and / Chief Financial Officer

(Street)
HOUSTON, TX 77056

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

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

(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. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock ⁽¹⁾ | 04/02/2012 | | M ⁽²⁾ | 2,000 A \$ 0 | 18,352 | D | |
| Common Stock ⁽¹⁾ | 04/02/2012 | | F ⁽³⁾ | 529 D \$ 100.97 | 17,823 | D | |
| Common Stock ⁽¹⁾ | | | | | 4,917.098 | I | Held by Trustee 401(k) Plan |
| Common Stock ⁽¹⁾ | | | | | 234.975 | I | Held by Trustee of |

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 | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|------------------------------------|-----------------|----------------------|--|-----------------|---|----------------------------|
| | | | | | Acquired (A) | Disposed of (D) | (Instr. 3, 4, and 5) | Date Exercisable | Expiration Date | | |
| Phantom Stock Units ⁽⁴⁾ | \$ 0 ⁽⁴⁾ | 04/02/2012 | | M | V | (A) | (D) | ⁽⁵⁾ | ⁽⁵⁾ | Common Stock ⁽¹⁾ | 2,000 |
| Restricted Stock / Units ⁽⁶⁾ | \$ 0 ⁽⁷⁾ | 04/02/2012 | | M | | | | ⁽²⁾ | ⁽²⁾ | Common Stock ⁽¹⁾ | 4,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------------------------|
| | Director | 10% Owner | Officer | Other |
| CHAMBERS THOMAS P 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056 | | | Exec Vice President and | Chief Financial Officer |

Signatures

Cheri L. Peper, Attorney-in-Fact
Date: 04/03/2012

**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)

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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 to such Rights, if any, is reflected in the market price of the common stock.

- (2) Vesting on 04/02/2012 of restricted stock units pursuant to restricted stock unit award agreement under employer plan.
- (3) Shares withheld to cover required tax withholding on vesting of restricted stock units effective as of 04/02/2012.
- (4) One share of Apache common stock for each phantom stock unit.
- (5) Exempt acquisition pursuant to Rule 16b-3(d) under deferred compensation provisions of Apache's Deferred Delivery Plan.
- (6) With tandem tax withholding right
- (7) 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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