JEPPESEN JON A Form 4

November 20, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * JEPPESEN JON A | | | 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) | 3. Date of Earliest Transaction | (Check an applicable) | | | |
| | | | (Month/Day/Year) | Director 10% Owner | | | |
| 2000 POST OAK BOULEVARD, SUITE 100 | | | 11/19/2012 | X Officer (give title Other (specify below) | | | |
| | | | | Exec. Vice President | | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| UOLISTON T | TV 77056 | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| HOUSTON, TX 77056 | | | | Person | | | |

| (City) | (State) | Zip) Table | e I - Non-D | erivative : | Securi | ities Acq | uired, Disposed | of, or Beneficial | lly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock (1) | 11/19/2012 | | M(2) | 4,000 | A | \$ 0 | 58,276 | D | |
| Common Stock (1) | 11/19/2012 | | F(3) | 1,458 | D | \$ 77.1 | 56,818 | D | |
| Common Stock (1) | | | | | | | 6,453.924 | I | Held by Trustee of 401(k) Plan |
| Common Stock (1) | | | | | | | 3.97 | I | Held by Trustee of NQ Plan |

Edgar Filing: JEPPESEN JON A - Form 4

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.

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. Transactic Code (Instr. 8) | 5. Number on 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 Secu (Instr |
|---|---|---|---|--|---|--|--------------------|---|--|----------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock / Units (4) | \$ 0 | 11/19/2012 | | M | 4,000 | <u>(2)</u> | <u>(2)</u> | Common Stock (1) | 4,000 | \$ |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JEPPESEN JON A 2000 POST OAK BOULEVARD, SUITE 100 HOUSTON, TX 77056

Exec. Vice President

Signatures

Cheri L. Peper, Attorney-in-Fact

**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 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.
- Vesting on 11/19/2012 of restricted stock units pursuant to restricted stock unit award agreement under employer plan data provided by plan administrator on 11/20/2012. Of these 4,000 shares, 2,400 shares (1,525 shares after tax withholding) will not be eligible for sale by the reporting person until such time as he retires or otherwise terminates employment with the company.

Reporting Owners 2

Edgar Filing: JEPPESEN JON A - Form 4

- (3) Shares withheld to cover required tax withholding on vesting of restricted stock units effective as of 11/19/2012 data provided by plan administrator on 11/20/2012.
- (4) With tandem tax withholding right

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.