APACHE CORP Form 4 August 19, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

may continue.

See Instruction

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 * Montgomery William C | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | |
|----------------------------------------------------------------|----------|----------|----------------------------------------------------|------------------------------------------------------------------------------------------------------|--|--|
| | | | APACHE CORP [APA] | (Check all applicable) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | |
| 2000 POST OAK BLVD., SUITE 100 | | | (Month/Day/Year) 08/15/2013 | X Director 10% Owner Officer (give title Other (specify below) Director | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| HOUSTON, TX 77056 | | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| (City) | (State) | (Zip) | Toble I Non Derivative Securities Acc | auired Disposed of ar Reposicially Owner | | |

| (City) | (State) (2 | Table | I - Non-De | erivative S | ecurit | ties Acc | quired, Disposed (| of, or Beneficial | lly Owned |
|---------------------|---------------------|--------------------|------------|------------------|-----------|--------------|--------------------|-------------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securi | ties | | 5. Amount of | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | nAcquired (A) or | | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | Code | Disposed of (D) | | Beneficially | (D) or | Beneficial | |
| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, | 4 and | 5) | Owned | Indirect (I) | Ownership |
| | | | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | | (4) | | Reported | | |
| | | | | | (A) | | Transaction(s) | | |
| | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | |
| Common Stock (1) | 08/15/2013 | | M(2) | 1,140 | A | \$0 | 13,279 | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transacti Code (Instr. 8) | 5. NumborDerivati Securitic Acquire Dispose (Instr. 3, | ve es d (A) or d of (D) | 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 |
| Restricted Stock / Units (3) | \$ 0 (4) | 08/15/2013 | | A | 1,868 | | <u>(5)</u> | <u>(5)</u> | Common Stock (1) | 1,868 |
| Restricted Stock / Units | \$ 0 (4) | 08/15/2013 | | M | | 1,140 | (2) | (2) | Common Stock (1) | 1,140 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|----------|-------|--|--|--|--|
| .t | Director | 10% Owner | Officer | Other | | | | |
| Montgomery William C | | | | | | | | |
| 2000 POST OAK BLVD. | X | | Director | | | | | |
| SUITE 100 | Λ | | Director | | | | | |
| HOUSTON, TX 77056 | | | | | | | | |

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.
- (2) Vesting on 08/15/2013 of restricted stock units granted to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan.
- (3) With tandem tax withholding right
- (4) One share of Apache common stock for each restricted stock unit.
- Restricted stock units granted on 08/15/2013 to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation (5) Plan, which plan was approved by stockholders in May 2011. The units vest 50% thirty days after grant date and 50% twelve months after grant date. There are no dividend equivalents associated with this grant.

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.

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