MCARDLE JANINE J

Form 4 May 03, 2011

FORM 4

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

OMB 3235-0287

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Number: January 31, Expires: 2005

OMB APPROVAL

subject to Section 16. Form 4 or

SECURITIES

Estimated average burden hours per response... 0.5

5 Relationship of Reporting Person(s) to

Form 5 obligations 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

2 Januar Nama and Tielzer or Tradina

1(b).

Stock (1)

(Print or Type Responses)

1. Name and Address of Reporting Person *

MCARDLE	g i cison _	Symbol	r Name and HE CORP	I licker or trading	Issuer					
(Last) (First) (Middle)						(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of	f Earliest Ti	ransaction					
			(Month/D	Oay/Year)			irector	10%		
2000 POST	VARD,	05/02/2	011		_X_ Officer (give title Other (specify below)					
SUITE 100						,	Senior	Vice President	t	
(Street)			4. If Ame	endment, Da	ate Original	6. Individual or Joint/Group Filing(Check				
		Filed(Mon	nth/Day/Year	r)	Applicable Line) _X_ Form filed by One Reporting Person					
HOUSTON	I, TX 77056					Form Person	n filed by Mo	ore than One Rep	porting	
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative Securities Acq	juired, Di	isposed of,	or Beneficiall	y Owned	
1.Title of	2. Transaction Da	te 2A. Deer	med	3.	4. Securities Acquired	5. Am	ount of	6.	7. Nature of	
Security (Month/Day/Year) Execution		n Date, if	Transactio	on(A) or Disposed of (D)	Securi	ities	Ownership	Indirect		
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Benefi	icially	Form: Direct	Beneficial	
		(Month/I	Day/Year)	(Instr. 8)		Owned	d	(D) or	Ownership	
						Follow	ving	Indirect (I)	(Instr. 4)	
					(A)	Report	ted	(Instr. 4)		
					(A)	Transa	action(s)			

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common $M_{-}^{(2)}$ \$0 05/02/2011 975 A 15,773 D Stock (1) Common 05/02/2011 $F^{(3)}$ 258 15,515 D Stock (1) Common Held by Ι 462 Stock (1) Spouse Common Held by Ι 114

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

Son

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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 owf 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. Price Derivat Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock / Units (4)	\$ 0	05/02/2011		M	975	(2)	(2)	Common Stock (1)	975	\$ 0

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

MCARDLE JANINE J 2000 POST OAK BOULEVARD, SUITE 100 HOUSTON, TX 77056

Senior Vice President

Signatures

Cheri L. Peper, 05/03/2011 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 (1) 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 05/01/2011 of restricted stock units under employer plan data provided by plan administrator on 05/02/2011 Vesting occurs 25% per year over four years.
- Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 05/01/2011 data provided by plan **(3)** administrator on 05/02/2011.

Reporting Owners 2

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(4) With tandem tax withholding right

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