KOCUR JOHN A Form 4 August 16, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number:

3235-0287

January 31, Expires: 2005

Estimated average burden hours per

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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)

			2. Issuer Name and Ticker or Trading Symbol					····5	5. Relationship of Reporting Person(s) to Issuer			
	I	APACHE CORP [APA]						(Check all applicable)				
· · · · · · · · · · · · · · · · · · ·			of Earliest Transaction /Day/Year) 2011					_X_ Director 10% Owner Officer (give title below) Other (specify below)				
	(Street)	4	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
Filed(Mo				Ionth/Day/Year)					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)		Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				d of (D)	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)	
Common Stock (1)	08/14/2011			M(2)	9	009	A	\$ 0	41,866.3	D		
Common Stock (1)	08/14/2011			D(3)	3	664	D	\$ 103.18	41,502.3	D		

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

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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. Transact Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 II S S (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock / Units	\$ 0 (4)	08/14/2011		M		909	(2)	(2)	Common Stock (1)	909	
Restricted Stock / Units	\$ 0 (4)	08/15/2011		M	1,897		<u>(5)</u>	<u>(5)</u>	Common Stock (1)	1,897	

De

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
KOCUR JOHN A 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056	X						

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 08/14/2011 of restricted stock units granted on 08/14/2010 to each of Apache's non-employee directors under 2007 Omnibus Equity Compensation Plan, which plan was approved by stockholders in May 2007.
 - This transaction is not a sale. Exempt disposition to issuer of portion of restricted stock units payable in cash upon vesting. The 2007 Omnibus Equity Compensation Plan contained such provision when approved by stockholders in May 2007, and the restricted stock units
- (3) contained such terms when granted under the terms of such plan. Of the total 909 restricted stock units that vested on 08/14/2011, 60 percent (545 restricted stock units) is payable in Apache common stock and 40 percent (364 restricted stock units) is payable in cash and is characterized in this report as a disposition to the issuer.

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- (4) One share of Apache common stock for each restricted stock unit.
- (5) Restricted stock units granted to each of Apache's non-employee directors under 2011 Omnibus Equity Compensation 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.

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.