

EICHLER RODNEY J  
Form 4  
June 04, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**EICHLER RODNEY J**

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 BOULEVARD,  
SUITE 100**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**06/04/2012**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**President and / Chief Operating Officer**

**HOUSTON, TX 77056**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock <sup>(1)</sup>	06/04/2012		M <sup>(2)</sup>		2,004	A	\$ 0
Common Stock <sup>(1)</sup>	06/04/2012		F <sup>(3)</sup>		824	D	\$ 79.37
Common Stock <sup>(1)</sup>	06/04/2012		M <sup>(4)</sup>		707	A	\$ 0
Common Stock <sup>(1)</sup>							12,979.527

Held by Trustee of 401(k) Plan

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

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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. Transaction Code (Instr. 8)	5. Number of 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Phantom Stock Units <sup>(5)</sup>	\$ 0	06/04/2012		M	707	<sup>(4)</sup> <sup>(4)</sup>	Common Stock <sup>(1)</sup> 707
Phantom Stock Units <sup>(5)</sup>	\$ 0	06/04/2012		F	434.316	<sup>(6)</sup> <sup>(6)</sup>	Common Stock <sup>(1)</sup> 434.316
Phantom Stock Units <sup>(5)</sup>	\$ 0	06/04/2012		D	0.3115	<sup>(7)</sup> <sup>(7)</sup>	Common Stock <sup>(1)</sup> 0.3115
Restricted Stock / Units <sup>(8)</sup>	\$ 0	06/04/2012		M	2,004	<sup>(2)</sup> <sup>(2)</sup>	Common Stock <sup>(1)</sup> 2,004

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EICHLER RODNEY J 2000 POST OAK BOULEVARD, SUITE 100 HOUSTON, TX 77056			President and	Chief Operating Officer

## Signatures

Cheri L. Peper,  
Attorney-in-Fact 06/04/2012

        \*\*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).

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.

- (1) Vesting on 06/01/2012 of restricted stock units under employer plan - data provided by plan administrator on 06/04/2012. Vesting occurs 25% per year over four years.
- (2) Shares withheld to cover required tax withholding on vesting of restricted stock units effective as of 06/01/2012 - data provided by plan administrator on 06/04/2012.
- (3) Exempt transaction pursuant to Rule 16(b)-3 - distribution under the provisions of Apache's Deferred Delivery Plan, as of 06/01/2012. Data provided by the plan administrator on 06/04/2012.
- (4) One share of Apache common stock for each phantom stock unit.
- (5) Exempt transaction - units used to cover required tax withholding on a transaction exempt under Rule 16b-3 as of 06/01/2012 - data provided by the plan administrator on 06/04/2012.
- (6) Exempt transaction - disposition to the issuer involving the settlement of a fractional unit in cash in connection with transaction exempt under Rule 16b-3 as of 06/01/2012 - data provided by the plan administrator on 06/04/2012.
- (7) 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.

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