Carmony David A Form 4 January 20, 2011

FORM 4

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

OMB APPROVAL OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per 0.5 response...

Estimated average

See Instruction

1(b).

(Print or Type Responses)

1. Name and Ad Carmony Da	•	rting Person *	2. Issuer Name and Ticker or Trading Symbol APACHE CORP [APA]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction	(Check all applicable)				
			(Month/Day/Year)	Director 10% Owner				
2000 POST (100	OAK BLVD	., SUITE	08/26/2010	X Officer (give title Other (specify below) Vice President				
				vice i resident				
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person				
HOUSTON, TX 77056-4400				Form filed by More than One Reporting				

							1010	,011		
(City)	(State)	(Zip) Tal	ble I - N	lon-	Derivative	Secui	rities Acquire	d, Disposed of, o	r Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securit nDisposed (Instr. 3, 4	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)	08/26/2010		J(2)	·	12.539	A		13,975.052	D	
Common Stock (1)	11/26/2010		J(2)	V	10.483	A	\$ 107.8772	13,985.535	D	
Common Stock (1)	01/19/2011		M(3)		567	A	\$ 0	14,552.535	D	
Common Stock (1)	01/19/2011		F(4)		174	D	\$ 125.63	14,378.535	D	
Common Stock (1)								1,017.558	I	Held by Trustee 401(k)

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Common Stock (1)	1,017.792	I	Plan Held by Trustee of NQ Plan
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.			

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

 Title of Derivative 	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. Number	6. Date Exerci Expiration Da		7. Title and Underlying		8. Pri Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(onan Day) Tolar)	any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Y		(Instr. 3 and		Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock /	\$ 0 (6)	01/19/2011		M	567	01/15/2011	<u>(7)</u>	Common Stock (1)	567	\$

Reporting Owners

Units (5)

Reporting Owner Name / Address				
• 0	Director	10% Owner	Officer	Other
Carmony David A 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056-4400			Vice President	
Signatures				
Cheri L. Peper, Attorney-in-Fact	01	/20/2011		
**Signature of Reporting Person		Date		

Reporting Owners 2

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

to such Rights, if any, is reflected in the market price of the common stock.

- ** 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
- (2) Exempt acquisition through dividend reinvestment plan.
- (3) Vesting on 01/15/2011 of restricted stock units under employer plan data provided by plan administrator on 01/19/2011.
- (4) Shares withheld to cover required tax withholding on vesting of restricted stock units effective as of 01/15/2011 data provided by plan administrator on 01/19/2011.
- (5) With tandem tax withholding right
- (6) One share of Apache common stock for each restricted stock unit.
- (7) Granted under employer plan on 01/15/2010. Units vest 1/3 on 01/15/2010, 01/15/2011, and 01/15/2012.

Remarks:

Note: Also see attached Exhibit EX-24 POA.

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.