CHAMBERS THOMAS P

Form 4 May 09, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction

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

1(b).

(Last)

(City)

(Instr. 3)

OMB APPROVAL OMB

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person * CHAMBERS THOMAS P

(First)

(Middle)

Symbol

APACHE CORP [APA]

(Month/Day/Year)

2000 POST OAK BLVD., SUITE 100

3. Date of Earliest Transaction

05/06/2011

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner Other (specify X_ Officer (give title

below)

Exec Vice President and / Chief Financial

Officer

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

HOUSTON, TX 77056

1.Title of 2. Transaction Date 2A. Deemed Security

(State)

(Month/Day/Year) Execution Date, if

(Zip)

(Month/Day/Year)

4. Securities TransactionAcquired (A) or Disposed of (D) Code (Instr. 8) (Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

or

5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

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

Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if 4. 5. Number

6. Date Exercisable and Transaction of Derivative Expiration Date

7. Title and Amount of 8 **Underlying Securities**

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/Day/Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Day/Year)	(Instr. 3 and 4)	
				Code V	(A)	(D) Date Exercisa	Expiration ble Date	Title	Amount or Number of Shares
Restricted Stock / Units (1)	\$ 0 (2)	05/06/2011		A	2,971	(3)	(3)	Common Stock (4)	2,971
Option (Buy \$126.61)	\$ 126.61	05/06/2011		A	7,333	(5)	05/04/2021	Common Stock (4)	7,333

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 5	Director	10% Owner	Officer	Other		
CHAMBERS THOMAS P						
2000 POST OAK BLVD.			Exec Vice President and	Chief Financial		
SUITE 100			Exec vice Flesident and	Officer		
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).
- (1) With tandem tax withholding right
- (2) One share of Apache common stock for each restricted stock unit.
- (3) Restricted stock units granted 05/04/2011 under employer plan data received from plan administrator on 05/06/2011. The units vest 25% per year on 06/01/2012, 05/04/2013, 05/04/2014 and 05/04/2015.
- 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.
- (5) Stock option granted 05/04/2011 under employer plan data received from the plan administrator on 05/06/2011. Exercisable ratably over four years beginning 05/04/2012.

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.

Reporting Owners 2