## Edgar Filing: O'Brien Urban F. - Form 4

O'Brien Urb Form 4												
March 03, 2											PROVAL	
FORM	<b>A</b> 4 UNITED	STATES S	SECUE	RITIES	A	ND EX	СНА	NGE C	OMMISSION			
Check th	his box		Wa	shingto	n,	D.C. 20	549			Number:	3235-0287	
Check th if no lon subject t Section Form 4 o Form 5 obligatio may con <i>See</i> Instr	suant to Se a) of the Pu	<b>CHANGES IN BENEFICIAL OWNE</b> <b>SECURITIES</b> Section 16(a) of the Securities Exchange A Public Utility Holding Company Act of 19 of the Investment Company Act of 1940						e Act of 1934, 1935 or Section	Estimated average burden hours per response 0.!			
1(b).												
(Print or Type	Responses)											
1. Name and A O'Brien Ur	Address of Reporting ban F.	5	Symbol	r Name <b>a</b> i HE COR			Tradi	ng	5. Relationship of l Issuer	Reporting Pers	on(s) to	
(Last) (First) (Middle)			APACHE CORP [APA] 3. Date of Earliest Transaction (Month/Day/Year) 03/03/2011						(Check all applicable)			
2000 POST OAK BLVD., SUITE 100									Director 10% Owner X_ Officer (give title Other (specify below) below) Vice President			
	(Street)			endment, I nth/Day/Ye		-	1		6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by Mo	ne Reporting Per	son	
	I, TX 77056								Person			
(City)	(State)	(Zip)	Tab	le I - Non	-De	erivative	Secur	rities Acqu	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8)	tior )	4. Securit (A) or Di (Instr. 3,	spose	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)	03/03/2011			M <u>(2)</u>		713	А	\$0	4,223	D		
Common Stock (1)	03/03/2011			F <u>(3)</u>		189	D	\$ 120.86	4,034	D		
Common Stock (1)									1,962.214	I	Held by Trustee of 401(k) Plan	
Common Stock (1)									66.812	Ι	Held by Trustee of NO Plan	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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. Transacti Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		(Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Conditional Grant / (\$108 Threshold) (4)	\$ 0	03/03/2011		М	713	03/01/2011	(2)	Common Stock (1)	713	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
reporting o when reality read on	Director	10% Owner	Officer	Other				
O'Brien Urban F. 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056			Vice President					
Signatures								
Cheri L. Peper, Attorney-in-Fact	03	/03/2011						
**Signature of Reporting Person		Date						
E I								

# 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.

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\$108.00 price threshold attained on 02/29/2008 under the terms of 2005 Share Appreciation Plan - data for the 03/01/2011 vesting
(2) provided by the plan administrator on 03/03/2011. Grant vested one-fourth on each of 02/29/2008, 03/01/2009, 03/01/2010, and 03/01/2011, and vested portion distributed within 30 days of each such date.

- (3) Shares used to cover required tax withholding on 03/01/2011 vesting of conditional grant data provided by the plan administrator on 03/03/2011.
- (4) 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. 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.