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BOHEN FREDERICK M

Form 4

February 13, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

January 31,

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

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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

See Instruction 30(h) of the Investment Company A

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BOHEN FREDERICK M			2. Issuer Name and Ticker or Trading Symbol APACHE CORP [APA]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle) APACHE CORPORATION, 2000 POST OAK BLVD.		(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
		ON, 2000	(Month/Day/Year) 02/10/2012	X Director 10% Owner Officer (give title below) Other (specify below) Retired Director		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
HOUSTON, T	X 77056		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acqui	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Dat any (Month/Day/Y		3. Transaction Code (Instr. 8)	4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock (1)	02/10/2012		M(2)	949	A	\$ 0	18,044.008	D	
Common Stock (1)	02/10/2012		D <u>(3)</u>	380	D	\$ 106.68	17,664.008	D	

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

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SEC 1474

(9-02)

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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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day	ate	7. Title and a Underlying S (Instr. 3 and	Securities	8. Price Derivat Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock / Units	\$ 0 (4)	02/10/2012		M	949	(2)	(2)	Common Stock (1)	949	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships							
toporting of the remaining remainess	Director	10% Owner	Officer	Other				
BOHEN FREDERICK M								
APACHE CORPORATION	X		Retired Director					
2000 POST OAK BLVD.	Λ							
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).
- 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.
- In connection with reporting person's retirement from Apache's board of directors, vesting as of 02/09/2012 of restricted stock units

 (2) granted to Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan. Information provided by plan administrator on 02/10/2012.
 - This transaction is not a sale. Exempt disposition to issuer of portion of restricted stock units payable in cash upon vesting. The 2011 Omnibus Equity Compensation Plan contained such provision when approved by stockholders in May 2011, and the restricted stock units
- (3) contained such terms when granted under the terms of such plan. Of the total 949 restricted stock units that vested as of 02/09/2012, 60 percent (569 restricted stock units) is payable in Apache common stock and 40 percent (380 restricted stock units) is payable in cash and is characterized in this report as a disposition to the issuer. Information provided by plan administrator on 02/10/2012.

Reporting Owners 2

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(4) One share of Apache common stock for each restricted stock unit.

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