APACHE CORP Form 4 May 16, 2014

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * FERLIC RANDOLPH M (Last) (First) (Middle)				2. Issuer Name and Ticker or Trading Symbol APACHE CORP [APA]					g	5. Relationship of Reporting Person(s) to Issuer			
				3. Date of Earliest Transaction						(Check all applicable)			
(East) (First) (Middle)				(Month/Day/Year)						_X_ Director	10%	Owner	
2000 POST OAK BLVD., SUITE 100			UITE 0:	05/15/2014						Officer (give title Other (specify below) Director			
(Street)				4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check			
				Filed(Month/Day/Year)						Applicable Line)			
	HOUSTON,	TX 77056								_X_ Form filed by Form filed by ! Person	One Reporting Pe More than One Re		
	(City)	(State) (Zip)	Table	I - Non	-De	erivative S	ecuri	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned	
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	Date, if	3. Transac Code (Instr. 3	8)	4. Securit nAcquired Disposed (Instr. 3,	(A) o 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	05/15/2014			M(1)		934	A	\$0	328,549.126	D		
	Common Stock									27,964	I	Held by IRA	
	Common									0.00	T	By Spousa	

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

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By Spouse

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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. Transactic 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)		8. Price Derivat Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock / Units	\$ 0 (2)	05/15/2014		M	934	<u>(1)</u>	<u>(1)</u>	Common Stock	934	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships						
F-	Director	10% Owner	Officer	Othe			
FERLIC RANDOLPH M 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056	X		Director				

Signatures

Cheri L. Peper, 05/16/2014 Attorney-in-Fact

**Signature of Reporting Person

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).
- In connection with reporting person's retirement from Apache's board of directors, vesting as of 05/15/2014 of restricted stock units granted to Apache's non-employee directors under 2011 Omnibus Equity Compensation Plan.
- (2) One share of Apache common stock for each restricted stock unit.

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