Leon Alfonso Form 4 May 12, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

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response...

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

Check this box

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).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* Leon Alfonso

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First) (Middle)

APACHE CORP [APA] 3. Date of Earliest Transaction

(Check all applicable)

C/O APACHE

(Month/Day/Year) 05/11/2011

Director 10% Owner X\_ Officer (give title Other (specify below)

Vice President

CORPORATION, 2000 POST OAK BLVD., SUITE 100

(State)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

(Street)

(Zip)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

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

HOUSTON, TX 77056

(City)

|                                      |                                      | 1 401   | ie 1 - Non-Derivative Securities Acquired, Disposed of, of Deficiency Owned |                                      |                              |              |  |  |   |
|--------------------------------------|--------------------------------------|---|---|--------------------------------------|------------------------------|--------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8)                                      | 4. Securi<br>n(A) or D<br>(Instr. 3, | ispose<br>4 and<br>(A)<br>or | d of (D)     | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common Stock (1)                     | 05/11/2011                           |   | M(2)  | 1,250                                | A                            | \$ 0         | 2,362  | D  |   |
| Common Stock (1)                     | 05/11/2011                           |   | F(3)  | 331                                  | D                            | \$<br>123.42 | 2,031  | D  |   |

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

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | e 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code   | 5. Number to for Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | Underlying Securities (Instr. 3 and 4) |  | 8. Pr<br>Deriv<br>Secu<br>(Inst |
|---|---|---|---|--------|---|--|--------------------|--|--|---------------------------------|
|   |   |   |   | Code V | (A) (D)   | Date<br>Exercisable                                      | Expiration<br>Date | Title                                  | Amount<br>or<br>Number<br>of<br>Shares |                                 |
| Restricted<br>Stock /<br>Units (4)                  | \$ 0 (5)  | 05/11/2011                              |   | M      | 1,250   | (2)  | (2)                | Common Stock (1)                       | 1,250                                  | \$                              |

### **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
|                                | Director      | 10% Owner | Officer | Other |  |  |  |

Leon Alfonso

C/O APACHE CORPORATION Vice 2000 POST OAK BLVD., SUITE 100 President 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.
- (2) Vesting on 05/11/2011 of restricted stock units under employer plan. Vesting occurs 25% per year over four years.
- (3) Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 05/11/2011.
- (4) With tandem tax withholding right
- (5) 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.

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