

BAHORICH MICHAEL S
 Form 4
 November 21, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BAHORICH MICHAEL S

2. Issuer Name and Ticker or Trading Symbol
APACHE CORP [APA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2000 POST OAK BLVD., SUITE 100

3. Date of Earliest Transaction (Month/Day/Year)
 11/21/2011

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Exec Vice President & / Chief Technology Officer

(Street)
 HOUSTON, TX 77056

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
				(A) or (D) Code V Amount Price			
Common Stock ⁽¹⁾	11/21/2011		M ⁽²⁾	4,000 A \$ 0	38,230	D	
Common Stock ⁽¹⁾	11/21/2011		F ⁽³⁾	1,458 D \$ 98.56	36,772	D	
Common Stock ⁽¹⁾					4,950	I	By Trust fbo Nephews & Nieces

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)

Table with 8 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, if any, 4. Transaction Code, 5. Number of Derivative Securities Acquired (A) or Disposed of (D), 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Amount or Number of Shares. Row 1: Restricted Stock / Units, \$0, 11/21/2011, M, 4,000, (2), (2), Common Stock, 4,000.

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships. Row 1: BAHORICH MICHAEL S, 2000 POST OAK BLVD. SUITE 100, HOUSTON, TX 77056; Relationships: Director, 10% Owner, Officer, Other, Exec Vice President & Chief Technology Officer.

Signatures

Cheri L. Peper, Attorney-in-Fact, 11/21/2011

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) 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...
(2) Vesting on 11/18/2011 of restricted stock units pursuant to restricted stock unit award agreement under employer plan - data provided by plan administrator on 11/21/2011.
(3)

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Shares withheld to cover required tax withholding on vesting of restricted stock units effective as of 11/18/2011 - data provided by plan administrator on 11/21/2011.

(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.

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