BAHORICH MICHAEL S

Form 4 March 03, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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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

1(b).

(Print or Type Responses)

See Instruction

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) 2000 POST 100	(First) ((Mor	ate of Earliest Tra nth/Day/Year))3/2011	ansaction			DirectorX Officer (give below) Exec Vice President	title 109 below) dent & / Chief	6 Owner er (specify	
HOUSTON	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) OUSTON, TX 77056						Officer 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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)		, if Transaction Code	(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			1,435	A	\$0	37,003	D		
Common Stock (1)	03/03/2011		F(3)	380	D	\$ 120.86	36,623	D		
Common Stock (1)							4,950	I	By Trust fbo Nephews	

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

& Nieces

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SEC 1474 (9-02)

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)	cionof Derivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Conditional Grant / (\$108 Threshold)	\$ 0	03/03/2011		M		1,435	03/01/2011	<u>(2)</u>	Common Stock (1)	1,435

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BAHORICH MICHAEL S 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056

Exec Vice President & Chief Technology Officer

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) \$108.00 price threshold attained on 02/29/2008 under the terms of 2005 Share Appreciation Plan data for the 03/01/2011 vesting 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

Reporting Owners 2

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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.