

FERLIC RANDOLPH M
Form 4
August 16, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
FERLIC RANDOLPH M

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)
08/14/2010

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

(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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	08/14/2010		M ⁽²⁾		647	A	\$ 0	368,104 ⁽³⁾	D	
Common Stock ⁽¹⁾								13,860 ⁽⁴⁾	I	By Ferlic Invstmts, Ltd. (36%)
Common Stock ⁽¹⁾								17,964	I	Held by IRA

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. Transaction 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. Amount or Number of Shares		
				Code	V	(A)	(D)	Title	Amount or Number of Shares	
Restricted Stock / Units ⁽⁵⁾	\$ 0	08/14/2010		M		647	(<u>2</u>)	(<u>2</u>)	Common Stock ⁽¹⁾	647
Restricted Stock / Units ⁽⁵⁾	\$ 0	08/14/2010		M		1,818	(<u>6</u>)	(<u>6</u>)	Common Stock ⁽¹⁾	1,818

Reporting Owners

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

Signatures

Cheri L. Peper,
Attorney-in-Fact

08/16/2010

__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.

(1) Vesting on 08/14/2010 of restricted stock units granted to each of Apache's non-employee directors under 2007 Omnibus Equity Compensation Plan.

(3)

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The reporting person has previously reported, as indirect beneficially owned securities, common stock held in a grantor trust. Upon termination of the trust on or about August 12, 2010, the remaining 17,798 shares were distributed to the reporting person and continue to be reported in this Form 4 as directly owned.

The reporting person has previously reported, as indirect beneficially owned securities, common stock held in certain brokerage accounts maintained by his adult children and their families and over which the reporting person was granted trading and dispositive power. On

- (4) September 17, 2009, the reporting person, by written notice, renounced any and all such dispositive authority over these accounts. As such, the number of indirect beneficially owned securities reported by the reporting person herein has decreased by 20,875 shares, the aggregate number of shares contained in the brokerage accounts of this adult children and their families on that date.
- (5) With tandem tax withholding right
- (6) Restricted stock units granted to each of Apache's non-employee directors under 2007 Omnibus Equity Compensation Plan, which plan was approved by stockholders in May 2007. The units vest 50% thirty days after grant date and 50% twelve months after grant date.

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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