

PRICE FLOYD R
Form 4
November 03, 2009

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 *
PRICE FLOYD R

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)
ONE POST OAK CENTRAL, 2000
POST OAK BOULEVARD, SUITE
100

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/31/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Retired Executive / Vice President

HOUSTON, TX 77056-4400

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Conditional Grant (\$108 Threshold) <u>(1)</u>	\$ 0 <u>(2)</u>	10/31/2009	J			2,780	<u>(3)</u>	<u>(3)</u>	Common Stock <u>(4)</u>	2,780
Conditional Grant (\$162 Threshold)	\$ 0 <u>(5)</u>	10/31/2009	H			2,380	<u>(6)</u>	12/31/2010	Common Stock <u>(4)</u>	2,380
Conditional Grant (\$216 Theshold)	\$ 0 <u>(7)</u>	10/31/2009	H			3,570	<u>(6)</u>	12/31/2012	Common Stock <u>(4)</u>	3,570
Conditional Grant (\$81.00 Threshold) <u>(1)</u>	\$ 0 <u>(8)</u>	10/31/2009	J			925	<u>(3)</u>	<u>(3)</u>	Common Stock <u>(4)</u>	925
Option (Buy \$71.88) <u>(1)</u>	\$ 71.88	10/31/2009	H			1,150	<u>(6)</u>	05/03/2016	Common Stock <u>(4)</u>	1,150
Option (Buy \$82.55) <u>(1)</u>	\$ 82.55	10/31/2009	H			6,200	<u>(6)</u>	05/06/2019	Common Stock <u>(4)</u>	6,200
Restricted Stock Units <u>(1)</u>	\$ 0 <u>(9)</u>	10/31/2009	H	<u>(6)</u>		12,300	<u>(10)</u>	<u>(10)</u>	Common Stock <u>(4)</u>	12,300

Reporting Owners

Reporting Owner Name / Address

PRICE FLOYD R
ONE POST OAK CENTRAL
2000 POST OAK BOULEVARD, SUITE 100
HOUSTON, TX 77056-4400

Relationships

Director	10% Owner	Officer	Other
		Retired Executive	Vice President

Signatures

Cheri L. Peper,
Attorney-in-Fact

11/03/2009

 **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) With tandem tax withholding right

Payable if Apache common stock attains the per share price threshold prior to 01/01/2009. If threshold is attained, will be paid over four vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, and 36 months following such date of attainment.

(3) Disposition to the issuer for value in a non-exempt transaction.

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.

(5) Payable if Apache common stock attains the per share price threshold by 12/31/2010. If threshold is attained, will be paid over five vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, 36 months, and 48 months following such date of attainment.

(6) Upon retirement, forfeited for no value - exempt pursuant to Rule 16(b) - 6(d).

(7) Payable if Apache common stock attains the per share price threshold by 12/31/2012. If threshold is attained, will be paid over five vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, 36 months, and 48 months following such date of attainment.

(8) Payable if Apache common stock attains the per share price threshold prior by 01/01/2008. If threshold is attained, will be paid over four vesting dates: within 30 days after the date on which the price threshold is attained, and the dates 12 months, 24 months, and 36 months following such date of attainment.

(9) One share of Apache common stock for each restricted stock unit.

(10) Restricted stock units granted under employer plan. The units vest ratably over four years beginning one year from the date of grant.

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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