APACHE CORP
Form DEFA14A
May 10, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the

Securities Exchange Act of 1934

(Amendment No.)

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under Rule 14a-12

APACHE CORPORATION

(Name of registrant as specified in its charter)

(Name of person(s) filing proxy statement, if other than the registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(3) Filing Party:

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APACHE CORPORATION

2000 Post Oak Boulevard, Suite 100

Houston, Texas 77056-4400

Supplemental Information Regarding Item No. 12

Advisory Vote to Approve the Compensation of Our Named Executive Officers

[commencing on May 10, 2018, the form of email communication sent to certain shareholders with whom Apache requested meetings prior to the 2018 annual shareholders meeting]

Subject Line: Apache Engagement Request | May 24 Annual Meeting

[Investor Contact],

I am reaching out to request a call in advance of our Annual Meeting on May 24th with [*insert APA participants*]. We would appreciate the opportunity to provide additional detail and answer any questions you have regarding this year s voting items as disclosed in our 2018 proxy statement, available here https://www.sec.gov/Archives/edgar/data/6769/000119312518111013/d426301ddef14a.htm .

In particular, we would like to discuss:

- Key 2017 financial, operational and strategic achievements that position Apache for long-term growth
- The Board s continued focus on closely linking pay with performance and aligning our executive compensation program to Apache s strategy
- Compensation program refinements for 2017 and 2018, many of which were directly informed by shareholder feedback

We would also like to direct you to a supplemental filing (located here):

https://www.sec.gov/Archives/edgar/data/6769/000119312518155299/d582535ddefa14a.htm that includes further information regarding the Strategic Goal portion of our Annual Cash Incentive Program. We will be filing additional supplemental materials on our business, performance and compensation program and will notify you once filed.

Please let us know if you re available for a call between [May 14th - 22nd].

Best regards,