

Hoyt Rebecca A
Form 4
January 10, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Hoyt Rebecca A

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

HOUSTON, TX 77056

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/10/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. Vice Pres, Chief Acct Off / and Controller

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

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 | 01/10/2018 ⁽¹⁾ | | M | | 4,436 | A | \$ 0 | 28,352 | D | |
| Common Stock | 01/10/2018 ⁽²⁾ | | F | | 1,766 | D | \$ 42.22 | 26,586 | D | |
| Common Stock | 01/10/2018 ⁽³⁾ | | M | | 638 | A | \$ 0 | 27,224 | D | |
| Common Stock | 01/10/2018 ⁽⁴⁾ | | F | | 252 | D | \$ 44.55 | 26,972 | D | |
| Common Stock | | | | | | | | 13,827.112 | I | Held by Trustee of 401(k) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities (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. Pr Deriv Secu (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-----------------------------------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |
| Restricted Stock / Units ⁽⁵⁾ | \$ 0 ⁽⁶⁾ | 01/10/2018 | | M | 4,436 | ⁽¹⁾ | ⁽¹⁾ | Common Stock | 4,436 |
| Restricted Stock / Units ⁽⁵⁾ | \$ 0 ⁽⁶⁾ | 01/10/2018 | | M | 638 | ⁽³⁾ | ⁽³⁾ | Common Stock | 638 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|----------------|
| | Director | 10% Owner | Officer | Other |
| Hoyt Rebecca A 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056 | | | Sr. Vice Pres, Chief Acct Off | and Controller |

Signatures

Raj Sharma,
Attorney-in-Fact

01/10/2018

**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) RSU vesting under 2015 Performance Program under 2011 Omnibus Equity Compensation Plan. Data received from the plan administrator on 01/10/2018.
- (2) Shares withheld to cover required tax withholding on RSU vesting under 2015 Performance Program under 2011 Omnibus Equity Compensation Plan. Data received from the plan administrator on 01/10/2018.
- (3) Vesting on 01/09/2018 of restricted stock units under employer plan. Vesting occurs 25% per year over four years. Data provided by plan administrator on 01/10/2018.
- (4) Shares withheld to cover required tax withholding on vesting of restricted stock effective as of 01/09/2018. Data provided by plan administrator on 01/10/2018.
- (5) With tandem tax withholding right
- (6) One share of Apache common stock for each restricted stock unit.

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.