

**APACHE CORP**  
Reported by  
**SULLIVAN TIMOTHY J**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 03/02/17 for the Period Ending 03/01/17

Address	2000 POST OAK BLVD STE 100 HOUSTON, TX 77056-4400
Telephone	7132966000
CIK	0000006769
Symbol	APA
SIC Code	1311 - Crude Petroleum and Natural Gas
Industry	Oil & Gas Exploration and Production
Sector	Energy
Fiscal Year	12/31

# FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>Sullivan Timothy J</b> <small>(Last) (First) (Middle)</small>  <b>2000 POST OAK BLVD., SUITE 100</b> <small>(Street)</small>  <b>HOUSTON, TX 77056</b> <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>APACHE CORP [ APA ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Exec. VP - Operations Support</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>3/1/2017</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	3/1/2017	(1)	M		6188.	A	\$0	22728.25	D	
Common Stock	3/1/2017	(2)	F		2596.	D	\$52.95	20132.25	D	
Common Stock								23.542	I	Held by Trustee 401(k) Plan
Common Stock								12204.78	I	Held by Trustee NQ Plan

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock / Units (3)	\$0 (4)	3/1/2017		M		6188.		(1)	(1)	Common Stock	6188.	\$0	46448.	D	

**Explanation of Responses:**

- ( 1 ) Vesting on 03/01/2017 of restricted stock units under employer plan - data provided by plan administrator on 03/02/2017. Vesting occurs ratably over three years.
- ( 2 ) Shares withheld to cover required tax withholding on vesting of restricted stock as of 03/01/2017 - data provided by plan administrator on 03/02/2017.
- ( 3 ) With tandem tax withholding right
- ( 4 ) One share of Apache common stock for each restricted stock unit.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Sullivan Timothy J</b> <b>2000 POST OAK BLVD.</b> <b>SUITE 100</b> <b>HOUSTON, TX 77056</b>			<b>Exec. VP - Operations Support</b>	

**Signatures**

**Raj Sharma, Attorney-in-Fact**

**3/2/2017**

—Signature of Reporting Person

Date

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

\* 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).

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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