

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>FARRIS G STEVEN</u> (Last) (First) (Middle) 2000 POST OAK BLVD. SUITE 100 (Street) HOUSTON TX 77056 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>APACHE CORP [APA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 01/19/2011	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	01/19/2011		M ⁽²⁾		33	A	\$0	105	I	By Spouse
Common Stock ⁽¹⁾	01/19/2011		F ⁽³⁾		11	D	\$125.63	94	I	By Spouse
Common Stock ⁽¹⁾								322,398	D	
Common Stock ⁽¹⁾								36.109	I	Held by trustee of 401(k) plan
Common Stock ⁽¹⁾								11,385.529	I	Held by Trustee of NQ Plan
Common Stock ⁽¹⁾								10,000	I	By Trust fbo Grandchildren
Common Stock ⁽¹⁾								300	I	By Son
Common Stock ⁽¹⁾								3,450	I	By Trust fbo Son
Common Stock ⁽¹⁾								26,217.48	I	Held in IRA

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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock / Units ⁽⁴⁾	\$0 ⁽⁵⁾	01/19/2011		M			33	(6)	(6)	Common Stock ⁽¹⁾	33	\$0	262	I	By Spouse
Restricted Stock / Units ⁽⁴⁾	\$0							(6)	(6)	Common Stock	110,762		110,762	D	

Explanation of Responses:

- 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.
- Vesting on 01/15/2011 of restricted stock units under employer plan - data provided by plan administrator on 01/19/2011.
- Shares withheld to cover required tax withholding on vesting of restricted stock units effective as of 01/15/2011 - data provided by plan administrator on 01/19/2011.
- With tandem tax withholding right
- One share of Apache common stock for each restricted stock unit.
- Restricted stock units granted under employer plan. The units vest ratably over four years beginning one year from the date of grant.

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.

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 Number.