

<b>OMB APPROVAL</b>	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <b>JOYCE RENE R</b>  (Last) (First) (Middle)  <b>2000 POST OAK BLVD., STE 100</b>  (Street) <b>HOUSTON TX 77056</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>APACHE CORP [ APA ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>06/30/2019</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			

**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)				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
Phantom Stock Units	\$0 <sup>(1)</sup>	06/30/2019		M		1,725		(2)	(2)	Common Stock	1,725	\$0	11,624	D	
Restricted Stock / Units	\$0 <sup>(3)</sup>	06/30/2019		A		1,725		06/30/2019 <sup>(4)</sup>	(4)	Common Stock	1,725	\$0	1,725	D	
Restricted Stock / Units	\$0 <sup>(3)</sup>	06/30/2019		M		1,725		06/30/2019 <sup>(5)</sup>	(5)	Common Stock	1,725	\$0	0	D	

**Explanation of Responses:**

- One share of Apache common stock for each phantom stock unit.
- Exempt acquisition pursuant to Rule 16b-3(d). Accrued under the deferred compensation provisions of Apache's 2016 Omnibus Compensation Plan (non-employee directors' deferral program).
- One share of Apache common stock for each restricted stock unit.
- Restricted stock units granted to each of Apache's non-employee directors under 2016 Omnibus Compensation Plan, which plan was approved by stockholders in May 2016.
- Vesting of restricted stock units granted to each of Apache's non-employee directors under 2016 Omnibus Compensation Plan.

Raj Sharma Attorney-in-Fact 07/01/2019

\*\* 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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