

OMB APPROVAL	
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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**

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>Bretches D. Clay</b>  (Last) (First) (Middle) 2000 POST OAK BLVD, STE 100  (Street) HOUSTON TX 77056  (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)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Exec VP - Operations</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>02/01/2020</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			
Common Stock	02/01/2020		M		2,390	A	(1)	2,390	D	
Common Stock	02/01/2020		D(1)		2,390	D	\$27.44	0	D	
Common Stock	02/01/2020		M(2)		5,000	A	\$0	5,000	D	
Common Stock	02/01/2020		F(3)		1,968	D	\$27.44	3,032	D	
Common Stock	02/01/2020		M(2)		3,585	A	\$0	6,617	D	
Common Stock	02/01/2020		F(3)		1,411	D	\$27.44	5,206	D(4)	

**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	\$0(1)	02/01/2020		M			2,390	(5)	(5)	Common Stock	2,390	\$0(1)	56,813	D	
Restricted Stock / Units	\$0(6)	02/01/2020		M			5,000	(2)	(2)	Common Stock	5,000	\$0	51,813	D	
Restricted Stock / Units	\$0(6)	02/01/2020		M			3,585	(2)	(2)	Common Stock	3,585	\$0	48,228	D	

**Explanation of Responses:**

- Each restricted stock unit is the economic equivalent of one share of the Issuer's common stock and can only be settled in cash.
- Vesting on 02/01/2020 of restricted stock units under the employer plan. Vesting occurs ratably over three years.
- Shares withheld to cover required tax withholding on vesting of restricted stock.
- Table does not reflect vesting on 02/01/2020 of 36,687 performance restricted stock units granted under the employer plan and tied solely to Altus Midstream Company's Class A common stock price. The restricted stock units can be settled only in cash and vesting occurs ratably over three years.
- Vesting on 02/01/2020 of cash-based restricted stock units under employer plan. Vesting occurs ratably over three years.
- One share of Apache common stock for each restricted stock unit.

D. Clay Bretches

02/04/2020

\*\* 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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