

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

**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

<b>1. Name and Address of Reporting Person*</b> <u>LANNIE P ANTHONY</u>  (Last) (First) (Middle) <u>2000 POST OAK BLVD.</u> <u>SUITE 100</u>  (Street) <u>HOUSTON TX 77056</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>APACHE CORP [ APA ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Exec. Vice Pres &amp; Gen Counsel</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>01/22/2019</u>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	01/22/2019		M <sup>(1)</sup>		17,272	A	\$0	90,140	D	
Common Stock	01/22/2019		F <sup>(2)</sup>		6,786	D	\$31.52	83,354	D	
Common Stock								30,464.043	I	Held by Trustee of NQ Plan
Common Stock								1,020.243	I	Held by Trustee of 401(k) Plan

**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					
Restricted Stock / Units <sup>(3)</sup>	\$0 <sup>(4)</sup>	01/22/2019		A		34,547		(5)	(5)	Common Stock	\$0	117,127	D	
Restricted Stock / Units <sup>(3)</sup>	\$0 <sup>(4)</sup>	01/22/2019		M		17,272		(1)	(1)	Common Stock	\$0	99,855	D	

**Explanation of Responses:**

- RSU vesting under 2016 Performance Program under 2011 Omnibus Equity Compensation Plan.
- Shares withheld to cover required tax withholding on vesting of restricted stock.
- With tandem tax withholding right.
- One share of Apache common stock for each restricted stock unit.
- 2016 Performance Program under 2011 Omnibus Equity Compensation Plan with performance period ended 12/31/2018. Final number of RSUs determined 01/22/2019.

Raj Sharma, Attorney-in-Fact 01/24/2019

\*\* 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.

**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.**