

FERLIC RANDOLPH M
Form 5
January 20, 2011

FORM 5

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

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
FERLIC RANDOLPH M

2. Issuer Name and Ticker or Trading Symbol
APACHE CORP [APA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

2000 POST OAK BLVD., SUITE 100

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

HOUSTON, TX 77056

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock ⁽¹⁾ | 04/30/2010 | Â | J ⁽²⁾ | 4,977.126 A \$ 0 | 373,990.126 | D | Â |
| Common Stock ⁽¹⁾ | 04/30/2010 | Â | J ⁽²⁾ | 4,977.126 D \$ 0 | 8,882.874 | I | By Ferlic Invstmts, Ltd. |
| Common Stock ⁽¹⁾ | 04/30/2010 | Â | J ⁽²⁾ | 90.09 D \$ 0 | 8,792.784 | I | By Ferlic Invstmts, Ltd. |
| | 04/30/2010 | Â | J ⁽²⁾ | 8,792.784 D \$ 0 | 0 | I | |

| | | | | | | | | | |
|-------------------------|------------|---|------------------|-------|---|------|--------|---|---------------------------|
| Common Stock <u>(1)</u> | | | | | | | | | By Ferlic Invstmnts, Ltd. |
| Common Stock <u>(1)</u> | 04/30/2010 | Â | J ⁽²⁾ | 90.09 | A | \$ 0 | 90.09 | I | By Spouse |
| Common Stock <u>(1)</u> | Â | Â | Â | Â | Â | Â | 17,964 | I | Held by IRA |

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

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SEC 2270 (9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FERLIC RANDOLPH M 2000 POST OAK BLVD. SUITE 100 HOUSTON, TX 77056 | Â X | Â | Â | Â |

Signatures

Cheri L. Peper,
Attorney-in-Fact

01/20/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1)

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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.

- (2) The reporting person has previously reported, as direct beneficially owned securities, 100% of the shares of Apache common stock held by Ferlic Investments, Ltd., a family limited partnership of which the reporting person is the general and managing partner. On 04/30/2010, the partnership distributed on a pro rata basis, in accordance with each partner's pecuniary interest, all 13,860 shares owned by the partnership. Of the shares distributed, the reporting person now directly beneficially owns 4,977.126 of such shares distributed to the reporting person and indirectly owns 90.09 of such shares distributed to the reporting person's spouse. The reporting person no longer has a reportable beneficial interest in 8,792.784 of such shares distributed by the partnership to the reporting person's adult children.

Â

Remarks:

Note: Â Also Â see Â attached Â Exhibit Â EX-24 Â Attachment Â 0.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.