



## MARINER ENERGY, INC. (ME) - ELECTION MERGER COMPLETED

### DESCRIPTION:

On November 10, 2010, Shareholders of Mariner Energy, Inc. (ME) voted and approved the proposed merger with Apache Corporation (APA).

The Merger: Aggregate Terms

Pursuant to the terms of the merger, each ME Common Share will be converted as follows:

- An amount of all outstanding ME Common Shares will be converted into **0.24347 Common Shares of APA for each ME share**, subject to proration (Stock Consideration). Cash will be paid in lieu of fractional APA Shares.
- An amount of all outstanding ME Common Shares will be converted into **\$26.00 cash**, subject to proration (Cash Consideration).
- An amount of all outstanding ME Common Shares will be converted into **0.17043 APA Common Shares plus \$7.80 Cash per ME Share**, not subject to prorations (Mixed Consideration). Cash will be paid in lieu of fractional APA Shares.

The Merger: Individual Share Elections

Within the terms of the aggregate merger, individual ME Shareholders may elect to:

- Receive **\$26.00 cash for each ME Common Shares (Cash Election)**. Cash elections will be subject to prorations
- OR
- Receive **0.24347 APA Common Shares per ME Share, subject to prorations (Stock Election)**
- OR
- Receive **0.17043 APA Common Shares plus \$7.80 Cash per ME Share, not subject to prorations (Mixed Election)**
- OR
- Register no preference by not making an election (Non-Election). Under the terms of the election, shares which are not subject to an effective election will be treated as mixed-electing shares.

Elections must be submitted to the Exchange Agent: Wells Fargo Bank, N.A. The election deadline is 5:00 PM New York City Time on November 8, 2010, unless extended. ME Shareholders must observe all terms and conditions for the election as specified in the Proxy Statement/Prospectus. Among such items, it should be noted that ME Shares may be delivered pursuant to an election under Notices of Guaranteed Delivery. Elections may be made under Notices of Guaranteed Delivery on or before the election deadline. ME CALL OPTION HOLDERS WHO INTEND TO PARTICIPATE IN THE ELECTION MUST EXERCISE THEIR OPTIONS ON OR IN ADVANCE OF THE ELECTION DEADLINE. In all cases, Call option holders exercising in order to obtain stock for an election must exercise in sufficient time to be able to make valid delivery pursuant to the election procedures.

### Pending Contract Adjustments:

Pursuant to the By-Laws of the Options Clearing Corporation ("OCC"), the below Mariner Energy, Inc. options will be adjusted as follows.

<b>Adjustment Date:</b>	<b>Thursday, November 11, 2010</b>
<b>Option Symbol:</b>	<b>ME becomes APA1</b>
<b>Underlying Security:</b>	ME becomes APA1
<b>CUSIP:</b>	037411105

**Contract Multiplier:** unchanged  
**Strike Prices:** unchanged  
**New Multiplier:** 100 (e.g. Premium of 1.00 = \$100)  
**New Deliverable:** 1) 17 Apache Corporation (APA) Common Shares  
 2) \$780.00 Cash  
 3) Cash in lieu of .043 fractional APA Shares

**GTC Order Cancellation:**

On Wednesday, November 10, 2010, immediately after the BOX close, all resting orders for ME in the order book will be canceled by the BOX Market Operations Center. If a BOX Participant wishes to enter orders for the adjusted APA1 series, the BOX Participant will need to reenter the orders before the open on Thursday, November 11, 2010.

**Additional Exchange Info:**

Old Option Symbol	Old PutCall Code	Old Strike Price	Old Contract Date	New Option Symbol	New PutCall Code	New Strike Price	New Contract Date
ME	C/P	7.50	11/20/2010	APA1	C/P	7.50	11/20/2010
ME	C/P	10.00	11/20/2010	APA1	C/P	10.00	11/20/2010
ME	C/P	12.50	11/20/2010	APA1	C/P	12.50	11/20/2010
ME	C/P	15.00	11/20/2010	APA1	C/P	15.00	11/20/2010
ME	C/P	17.50	11/20/2010	APA1	C/P	17.50	11/20/2010
ME	C/P	20.00	11/20/2010	APA1	C/P	20.00	11/20/2010
ME	C/P	22.50	11/20/2010	APA1	C/P	22.50	11/20/2010
ME	C/P	25.00	11/20/2010	APA1	C/P	25.00	11/20/2010
ME	C/P	30.00	11/20/2010	APA1	C/P	30.00	11/20/2010
ME	C/P	20.00	12/18/2010	APA1	C/P	20.00	12/18/2010
ME	C/P	22.50	12/18/2010	APA1	C/P	22.50	12/18/2010
ME	C/P	25.00	12/18/2010	APA1	C/P	25.00	12/18/2010
ME	C/P	30.00	12/18/2010	APA1	C/P	30.00	12/18/2010
ME	C/P	35.00	12/18/2010	APA1	C/P	35.00	12/18/2010
ME	C/P	17.50	02/19/2011	APA1	C/P	17.50	02/19/2011
ME	C/P	20.00	02/19/2011	APA1	C/P	20.00	02/19/2011
ME	C/P	22.50	02/19/2011	APA1	C/P	22.50	02/19/2011
ME	C/P	25.00	02/19/2011	APA1	C/P	25.00	02/19/2011
ME	C/P	30.00	02/19/2011	APA1	C/P	30.00	02/19/2011
ME	C/P	17.50	05/21/2011	APA1	C/P	17.50	05/21/2011
ME	C/P	20.00	05/21/2011	APA1	C/P	20.00	05/21/2011
ME	C/P	22.50	05/21/2011	APA1	C/P	22.50	05/21/2011
ME	C/P	25.00	05/21/2011	APA1	C/P	25.00	05/21/2011
ME	C/P	30.00	05/21/2011	APA1	C/P	30.00	05/21/2011

**Questions regarding this memo can be addressed to the BOX Market Operations Center at  
 617-235-2291 or toll free at 1-866-768-8845.**