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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 8)*

KINETIK HOLDINGS INC.
(Name of Issuer)

Class A Common Stock, \$0.0001 par value per share
(Title of Class of Securities)

02215L209
(CUSIP Number)

Ben C. Rodgers
One Post Oak Central
2000 Post Oak Boulevard, Suite 100
Houston, Texas 77056-4400
(713) 296-6000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

with a copy to:

Troy L. Harder
Bracewell LLP
711 Louisiana Street, Suite 2300
Houston, Texas 77002

March 18, 2024
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provision of the Act (however, see the Notes).

1.	Names of Reporting Persons: APA Corporation	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See instructions) OO	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization: Delaware	
Number of shares Beneficially owned By each reporting Person with:	7.	Sole Voting Power: 0
	8.	Shared Voting Power: 0
	9.	Sole Dispositive Power: 0
	10.	Shared Dispositive Power: 0
11.	Aggregate Amount Beneficially Owned by Each Reporting Person: 0	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11): 0% (1)	
14.	Type of Reporting Person (See Instructions): CO	

(1) Based on 59,635,172 shares of Class A Common Stock outstanding as of March 11, 2024.

1.	Names of Reporting Persons: Apache Midstream LLC(1)	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See instructions) OO	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization: Delaware	
Number of shares Beneficially owned By each reporting Person with:	7.	Sole Voting Power: 0
	8.	Shared Voting Power: 0
	9.	Sole Dispositive Power: 0
	10.	Shared Dispositive Power: 0
11.	Aggregate Amount Beneficially Owned by Each Reporting Person: 0	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11): 0% (2)	
14.	Type of Reporting Person (See Instructions): OO	

- (1) Apache Midstream LLC, a Delaware limited liability company (“*Apache Midstream*” and, together with APA Corporation, the “*Reporting Persons*”), is a wholly owned subsidiary of APA Corporation, and APA Corporation controls Apache Midstream.
- (2) Based on 59,635,172 shares of Class A Common Stock outstanding as of March 11, 2024.

Explanatory Note

This Amendment No. 8 to Schedule 13D amends and supplements the information set forth in Schedule 13D filed by Apache Corporation and Apache Midstream with the United States Securities and Exchange Commission (the “**SEC**”) on December 10, 2018 and subsequently amended by Amendment No. 1 filed on March 11, 2019, Amendment No. 2 filed on November 10, 2021, Amendment No. 3 filed on March 15, 2022, Amendment No. 4 filed on August 18, 2022, Amendment No. 5 filed on February 21, 2023, Amendment No. 6 filed on August 18, 2023, and Amendment No. 7 filed on December 18, 2023 (as so amended, the “**Schedule 13D**”).

Except as set forth herein, this Amendment No. 8 does not modify any of the information previously reported in the Schedule 13D. All capitalized terms contained herein but not otherwise defined shall have the meanings ascribed to such terms in the Schedule 13D.

Item 4. Purpose of Transaction.

Item 4 of the Schedule 13D is hereby amended and supplemented by adding the following:

On March 18, 2024, pursuant to an underwritten public offering, Apache Midstream sold 13,079,871 shares of Class A Common Stock.

As a result of the foregoing, Apache Midstream directly owns 0 shares of Class A Common Stock.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is hereby amended and supplemented as follows:

Sections (a), (b) and (e) of Item 5 are amended and restated as follows:

- (a) The Reporting Persons beneficially owned the following number of shares of Class A Common Stock, representing the following percentage ownership in the Issuer (see the footnotes to the cover pages hereto):

Name of Reporting Person	Number of Shares Beneficially Owned	Percentage Ownership in the Issuer
APA Corporation	0	0%
Apache Midstream	0	0%

- (b) As of the close of business on March 18, 2024, the number of shares of Class A Common Stock as to which each Reporting Person has:

- (i) Sole power to vote or to direct the vote;
- (ii) Shared power to vote or to direct the vote;
- (iii) Sole power to dispose or to direct the disposition; or
- (iv) Shared power to dispose or to direct the disposition.

Name of Reporting Person	Sole Power to Vote or to Direct the Vote	Shared Power to Vote or to Direct the Vote	Sole Power to Dispose or to Direct the Disposition	Shared Power to Dispose or to Direct the Disposition
APA Corporation	0	0	0	0
Apache Midstream	0	0	0	0

- (e) On March 18, 2024, the Reporting Persons ceased to beneficially own more than 5% of the outstanding shares of Class A Common Stock.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete, and correct.

Dated: March 20, 2024

APA CORPORATION

By: /s/ Ben C. Rodgers
Name: Ben C. Rodgers
Title: Senior Vice President, Treasurer and Midstream and Marketing

APACHE MIDSTREAM LLC

By: /s/ Ben C. Rodgers
Name: Ben C. Rodgers
Title: Senior Vice President and Treasurer