SEC Form 4

FORM 4

Check this box if no longer subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Section 16. Fo	orm 4 or Form 5 ay continue. See i).		Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934			Estimated a hours per re	average burden esponse:	0.5
			or Section 30(h) of the Investment Company Act of 1940					
1. Name and Add Henderson	, ,	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>APA Corp</u> [APA]		k all applicab Director	le)	rson(s) to Issu 10% Owr	ner
(Last) APA CORPOI	(First) RATION	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/26/2023	X	Officer (gin below) Execu	ve title tive VP Ex	Other (sp below) cploration	ecify
2000 POST OAK BLVD SUITE 100			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi [,] Line)	vidual or Joir	nt/Group Filing (Check Applicable		
(Ctra at)				X	Form filed	by One Rep	orting Person	I
(Street) HOUSTON	TX	77056			Form filed Person	by More tha	n One Report	ing
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication	-				
			Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See In		or written plaı	n that is intende	d to	

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. Transac Code (II 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code V		Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	05/26/2023		М		4,297	A	(1)	15,187	D		
Common Stock	05/26/2023		D ⁽¹⁾		4,297	D	\$33.41	10,890	D		
Common Stock	05/26/2023		M ⁽²⁾		6,445	A	\$ <mark>0</mark>	17,335	D		
Common Stock	05/26/2023		F ⁽³⁾		2,537	D	\$33.41	14,798	D		
Common Stock	05/26/2023		M ⁽⁴⁾		5,000	A	\$ <mark>0</mark>	19,798	D		
Common Stock	05/26/2023		F ⁽³⁾		1,968	D	\$33.41	17,830	D		

	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. Transac Code (li 8)		of Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	Expiration Date A (Month/Day/Year) S U D		Amount of		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	Amount or Number of Shares				
Restricted Stock / Units ⁽⁵⁾	\$0.0 ⁽¹⁾	05/26/2023		М			4,297	(6)	(6)	Common Stock	4,297	\$0 ⁽¹⁾	72,880	D	
Restricted Stock / Units ⁽⁵⁾	\$0.0 ⁽⁷⁾	05/26/2023		М			6,445	(2)	(2)	Common Stock	6,445	\$0	66,435	D	
Restricted Stock / Units ⁽⁵⁾	\$0.0 ⁽⁷⁾	05/26/2023		М			5,000	(4)	(4)	Common Stock	5,000	\$0	61,435	D	

Explanation of Responses:

1. Each restricted stock unit is the economic equivalent of one share of the Issuer's common stock and can only be settled in cash.

2. Vesting on 05/26/2023 of restricted stock units under employer plan. Vesting occurs ratably over three years.

3. Shares withheld to cover required tax withholding on vesting of restricted stock.

4. Vesting on 05/26/2023 of restricted stock units under employer plan. Vesting occurs ratably over five years.

5. With tandem tax withholding right.

6. Vesting on 05/26/2023 of cash-based restricted stock units under employer plan. Vesting occurs ratably over three years.

7. One share of APA common stock for each restricted stock unit.

Remarks:

Raj Sharma, Attorney-in-Fact 05/30/2023

** 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.