

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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).

1. Name and Address of Reporting Person* <u>Bretches D. Clay</u>  (Last) (First) (Middle) 2000 POST OAK BLVD, STE 100  (Street) HOUSTON TX 77056  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>APA Corp [ APA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Exec. VP, Operations</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/05/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication  <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**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	01/05/2024		M		7,403	A	(1)	51,639	D	
Common Stock	01/05/2024		D(1)		7,403	D	\$34.34	44,236	D	
Common Stock	01/05/2024		M		8,344	A	(1)	52,580	D	
Common Stock	01/05/2024		D(1)		8,344	D	\$34.34	44,236	D	
Common Stock	01/05/2024		M(2)		8,344	A	\$0	52,580	D	
Common Stock	01/05/2024		F(3)		3,284	D	\$34.34	49,296	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. 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	Title	Amount or Number of Shares				
Restricted Stock / Units	\$0(1)	01/05/2024		M			7,403	(4)	(4)	Common Stock	7,403	\$0(1)	54,530	D	
Restricted Stock / Units	\$0(1)	01/05/2024		M			8,344	(5)	(5)	Common Stock	8,344	\$0	46,186	D	
Restricted Stock / Units	\$0(6)	01/05/2024		M			8,344	(2)	(2)	Common Stock	8,344	\$0	37,842	D	
Restricted Stock / Units(7)	\$0(6)	01/08/2024		A			19,211	(8)	(8)	Common Stock	19,211	\$0	57,053	D	
Restricted Stock / Units(7)	\$0(6)	01/08/2024		A			12,807	(9)	(9)	Common Stock	12,807	\$0	69,860	D	

**Explanation of Responses:**

- Each restricted stock unit is the economic equivalent of one share of the Issuer's common stock and can only be settled in cash.
- Vesting on 01/05/2024 of restricted stock units under the employer plan. Vesting occurs ratably over three years.
- Shares withheld to cover required tax withholding on vesting of restricted stock.
- Vesting on 01/05/2024 of cash-based restricted stock units under employer plan.
- Vesting on 01/05/2024 of cash-based restricted stock units under employer plan. Vesting occurs ratably over three years.
- One share of APA common stock for each restricted stock unit.
- With tandem tax withholding right.
- Restricted stock units granted 01/08/2024 under employer plan. The units vests ratably over three years.
- Restricted stock units granted 01/08/2024 under employer plan. The units vests ratably over three years and may only be paid in cash.

**Remarks:**

Raj Sharma, Attorney-in-Fact 01/09/2024

\*\* 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.**