SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

obligations ma Instruction 1(b)	ay continue. See)).		Filed pursuant to Section 16(a) of the Securities Exchange Act of 193 or Section 30(h) of the Investment Company Act of 1940		hours per response: 0.					
	ress of Reporting I		2. Issuer Name and Ticker or Trading Symbol <u>APA Corp</u> [APA]		k all applicable)	Reporting Person(s) to Issuer le) 10% Owner				
(Last) 2000 POST O	(First) AK BLVD.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/04/2024		below)		Other (specify below) nt			
SUITE 100			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) HOUSTON	ТХ	77056-4400		X		y One Reporting y More than On	0			
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication 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.							

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	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	01/04/2024		М		15,297	Α	(1)	538,928.398	D	
Common Stock	01/04/2024		D ⁽¹⁾		15,297	D	\$34.05	523,631.398	D	
Common Stock	01/04/2024		M ⁽²⁾		22,946	A	\$ <mark>0</mark>	546,577.398	D	
Common Stock	01/04/2024		F ⁽³⁾		9,030	D	\$34.05	537,547.398	D	
Common Stock								1,625.332	I	By JJC IV 1984 Trust
Common Stock								7,957.323	I	By JJC V 1998 Trust
Common Stock								7,957.323	I	By CAC 1998 Trust
Common Stock								7,957.323	I	By CEC 2003 Trust
Common Stock								135,859.699	I	Held by Trustee of NQ Plan
Common Stock								2,888.146	I	Held by Trustee of 401(k) Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2. Conversion or Exercise Price of Derivative Security 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 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if any 6. Date Exercisable and Expiration Date (Month/Day/Year) 10. Ownership Form: 11. Nature of Indirect Beneficial 1. Title of Derivative 5. Number 4. Transaction Code (Instr. of Derivative Security (Instr. 3) Securities Acquired (A) or Disposed Direct (D) or Indirect (I) (Instr. 4) (Month/Day/Year) 8) Ownership (Instr. 4) Reported Transaction(s) (Instr. 4) of (D) (Instr 3, 4 and 5) Amount or Number Date Exercisable Expiration Date of Shares Code ν (A) (D) Title Restricted Common \$<mark>0</mark>(1) (5) (5) 15,297 \$0⁽¹⁾ 01/04/2024 214,931 D Stock Μ 15,297 Stock Units⁽⁴⁾ Restricted Common Stock Stock / Units⁽⁴⁾ \$0⁽⁶⁾ 01/04/2024 М 22,946 (2) (2) 22,946 \$<mark>0</mark> 191,985 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 01/04/2024 of restricted stock units under the employer plan. Vesting occurs ratably over three years.
- 3. Shares withheld to cover required tax withholding on vesting of restricted stock.
- 4. With tandem tax withholding right.
- 5. Vesting on 01/04/2024 of cash-based restricted stock units under employer plan. Vesting occurs ratably over three years.
- 6. One share of APA common stock for each phantom stock unit.

Remarks:

Raj Sharma, Attorney-in-Fact 01/08/2024

** 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.