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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 4)\*

**Intuitive Machines, Inc.**  
(Name of Issuer)

**Class A Common Stock**  
(Title of Class of Securities)

**46125A100**  
(CUSIP Number)

**Kamal Seyed Ghaffarian**  
**5937 Sunnyslope Drive**  
**Naples, FL 34119**  
**(301) 486-3150**  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**September 23, 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 Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box.

*Note:* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

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\* 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 disclosures provided in a prior cover page.

The information required on 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 provisions of the Act (however, see the Notes).

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1	Names of Reporting Persons <b>Kamal Seyed Ghaffarian</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
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 <b>United States</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	7	Sole Voting Power <b>67,434</b>
	8	Shared Voting Power <b>45,381,275</b>
	9	Sole Dispositive Power <b>67,434</b>
	10	Shared Dispositive Power <b>45,381,275</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>45,448,709</b>	
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) <b>43.3%</b>	
14	Type of Reporting Person <b>IN</b>	

1	Names of Reporting Persons <b>Ghaffarian Enterprises, LLC</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
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 <b>Maryland</b>	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	Sole Voting Power <b>0</b>
	8	Shared Voting Power <b>41,598,346</b>
	9	Sole Dispositive Power <b>0</b>
	10	Shared Dispositive Power <b>41,598,346</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>41,598,346</b>	
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) <b>41.2%</b>	
14	Type of Reporting Person <b>OO</b>	

1	Names of Reporting Persons <b>Intuitive Machines KG Parent, LLC</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
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 <b>Delaware</b>	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	Sole Voting Power <b>0</b>
	8	Shared Voting Power <b>1,541,809</b>
	9	Sole Dispositive Power <b>0</b>
	10	Shared Dispositive Power <b>1,541,809</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>1,541,809</b>	
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) <b>2.4%</b>	
14	Type of Reporting Person <b>OO</b>	

1	Names of Reporting Persons <b>GM Enterprises, LLC</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
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 <b>Delaware</b>	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	Sole Voting Power <b>0</b>
	8	Shared Voting Power <b>2,241,120</b>
	9	Sole Dispositive Power <b>0</b>
	10	Shared Dispositive Power <b>2,241,120</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>2,241,120</b>	
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) <b>3.4%</b>	
14	Type of Reporting Person <b>OO</b>	

**Explanatory Note**

This Amendment No. 4 to Schedule 13D (this “Amendment No. 4”) amends and supplements the statement on Schedule 13D filed with the United States Securities and Exchange Commission on February 8, 2024 (as amended to date, the “Schedule 13D”), relating to the Class A common stock, par value \$0.0001 per share (the “Class A Common Stock”), of Intuitive Machines, Inc., a Delaware corporation (the “Issuer”). Capitalized terms used herein without definition shall have the meaning set forth in the Schedule 13D.

**Item 5. Interest in Securities of the Issuer.**

Item 5 of the Schedule 13D is hereby amended and restated in its entirety with the following:

(a)– (b)

The following sets forth, as of the date of this Schedule 13D, the aggregate number of shares of Class A Common Stock and percentage of Class A Common Stock beneficially owned by each of the Reporting Persons, as well as the number of shares of Class A Common Stock as to which each Reporting Person has the 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 of, or shared power to dispose or to direct the disposition of, as of the date hereof, based on 62,923,974 shares of Class A Common Stock outstanding as of August 7, 2024, as disclosed in the Issuer’s quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on August 13, 2024.

<b>Reporting Person</b>	<b>Amount beneficially owned</b>	<b>Percent of class:</b>	<b>Sole power to vote or to direct the vote:</b>	<b>Shared power to vote or to direct the vote:</b>	<b>Sole power to dispose or to direct the disposition of:</b>	<b>Shared power to dispose or to direct the disposition of:</b>
Kamal Seyed Ghaffarian	45,448,709	43.3%	67,434	45,381,275	67,434	45,381,275
Ghaffarian Enterprises, LLC	41,598,346	41.2%	0	41,598,346	0	41,598,346
Intuitive Machines KG Parent, LLC	1,541,809	2.4%	0	1,541,809	0	1,541,809
GM Enterprises, LLC	2,241,120	3.4%	0	2,241,120	0	2,241,120

The securities reported herein include (i) 41,886,507 Common Units, which may be redeemed for shares of Class A Common Stock on a one-to-one basis, of which 38,103,578 Common Units are held by Ghaffarian Enterprises, LLC, 1,541,809 Common Units are held by Intuitive Machines KG Parent, LLC and 2,241,120 Common Units are held by GM Enterprises, LLC; (ii) 3,494,768 shares of Class A Common Stock held directly by Ghaffarian Enterprises, LLC; and (iii) 67,434 shares of Class A Common Stock held directly by Dr. Ghaffarian.

The amount of Common Units reported above includes 4,624,529 Earn Out Units which vest dependent upon the satisfaction of the certain milestones as previously described in the Schedule 13D.

Dr. Ghaffarian is the sole trustee of a revocable trust, which is the sole member of Ghaffarian Enterprises, LLC and the sole managing member of Intuitive Machines KG Parent, LLC, and GM Enterprises, LLC. As a result, Dr. Ghaffarian may be deemed to share beneficial ownership of the securities reported herein, but disclaims beneficial ownership.

(c) Since Amendment No. 3, Ghaffarian Enterprises, LLC sold 1,007,928 shares of Class A Common Stock with a weighted average price of \$8.3144 per share on September 23, 2024 in open market transactions on the Nasdaq Stock Market pursuant to the Rule 10b5-1 trading plan adopted on March 22, 2024. The Reporting Persons undertake to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for this transaction.

In connection with each of the foregoing sales, Ghaffarian Enterprises, LLC redeemed a number of Common Units equal to the number of shares of Class A Common Stock sold.

(d) None.

(e) Not applicable.

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**SIGNATURES**

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.

**Date:** September 25, 2024

**Kamal Seyed Ghaffarian**

/s/ Kamal Seyed Ghaffarian

**Ghaffarian Enterprises, LLC**

By: /s/ Kamal Seyed Ghaffarian

Name: Kamal Seyed Ghaffarian

Title: Trustee of the Sole Member

**Intuitive Machines KG Parent, LLC**

By: /s/ Kamal Seyed Ghaffarian

Name: Kamal Seyed Ghaffarian

Title: Trustee of the Sole Managing Member

**GM Enterprises, LLC**

By: /s/ Kamal Seyed Ghaffarian

Name: Kamal Seyed Ghaffarian

Title: Trustee of the Sole Managing Member

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