SEC Form 4	
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## FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

to Section 16. For obligations may		• • • • •			Estimated hours per	average burden	0.5
Instruction 1(b).		I	Filed pursuant to Section 16(a) of the Securities Exchange Act of 193- or Section 30(h) of the Investment Company Act of 1940	4			0.0
1. Name and Addre		erson <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol Intuitive Machines, Inc. [ LUNR ]	5. Relationshi (Check all app Direct	blicable)	erson(s) to Issuer 10% Owner	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/06/2024		er (give title w)	Other (speci below)	fy
C/O INTUITIV 13467 COLUM		·	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	r Joint/Group Fil n filed by One Re	ling (Check Applica	able
(Street) HOUSTON	ТХ	77059			n filed by More th	nan One Reporting	3
			Rule 10b5-1(c) Transaction Indication				
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuant satisfy the affirmative defense conditions of Rule 10b5-1(c). See		uction or written p	lan that is intended t	to
		able I - Non-De	rivative Securities Acquired. Disposed of. or Bene	ficially Own	ed		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities A Disposed Of ( 5)			5. Amount of Securities Beneficially Owned Following Reported		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150. 4)
Class A Common Stock	06/06/2024		A		44,544 <sup>(1)</sup>	Α	\$0.00	1,725,538	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 7. Title and 1. Title of 3. Transaction 3A. Deemed 5. Number 8. Price of 9. Number of 10. 11. Nature 2 Date Conversion or Exercise Transaction Code (Instr. Expiration Date (Month/Day/Year) Amount of Securities of Indirect Beneficial Derivative Execution Date, Derivative derivative Ownership (Month/Day/Year) if any Derivative Security Security Securities Form: Price of Derivative (Month/Day/Year) Direct (D) or Indirect (I) (Instr. 4) (Instr. 3) 8) Securities Underlying Derivative (Instr. 5) Beneficially Ownership Acquired Owned (Instr. 4) Security (Instr. 3 and 4) Security (A) or Following Disposed of (D) (Instr. 3, 4 Reported Transaction(s) (Instr. 4) and 5) Amount or Number Date Expiration Shares Code v (A) (D) Exercisable Date Title

Explanation of Responses:

1. Represents an award of restricted stock units ("RSUs"), each of which represents a contingent right to receive one share of Class A Common Stock. The RSUs will vest in full on the earlier to occur of the first anniversary of the grant date and the date of the next annual meeting following the grant date. The RSUs do not expire. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors

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\*\* Signature of Reporting Person Date

06/10/2024

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.