

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 3)***

Intuitive Machines, Inc. (f/k/a Inflection Point Acquisition Corp.)
(Name of Issuer)

Class A Ordinary Shares, par value \$0.0001 per share
(Title of Class of Securities)

46125A100
(CUSIP Number)

January 12, 2024
(Information also provided as of December 31, 2023)
(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

The information required in 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)

1 NAMES OF REPORTING PERSONS

LMR Partners LLP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United Kingdom

5 SOLE VOTING POWER

0

**NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

1,280,149 (1)(2)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,280,149 (1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,280,149 (1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

4.7% (1)(2)(3)

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN, IA

(1)The above information is provided as of January 12, 2024. As of December 31, 2023, LMR Partners LLP had voting and dispositive power over 1,280,149 Class A Ordinary Shares, constituting approximately 5.8% of the outstanding Class A Ordinary Shares, based on 21,027,892 Class A Ordinary Shares of Intuitive Machines, Inc. (the "Issuer") outstanding as of November 8, 2023, as reported in the Issuer's Form 424B3 filed with the Securities and Exchange Commission (the "SEC") on November 13, 2023.

(2)Includes 1,106,539 Class A Ordinary Shares of the Issuer issuable upon the exercise of warrants.

(3)Based on 25,735,759 Class A Ordinary Shares of the Issuer outstanding as of January 12, 2024, as reported in the Issuer's Schedule 14C filed with the SEC on January 26, 2024.

1 NAMES OF REPORTING PERSONS

LMR Partners Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Hong Kong

5 SOLE VOTING POWER

0

**NUMBER OF
SHARES
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PERSON
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6 SHARED VOTING POWER

1,280,149 (1)(2)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,280,149 (1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,280,149 (1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

4.7% (1)(2)(3)

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO, IA

(1)The above information is provided as of January 12, 2024. As of December 31, 2023, LMR Partners Limited had voting and dispositive power over 1,280,149 Class A Ordinary Shares, constituting approximately 5.8% of the outstanding Class A Ordinary Shares, based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of November 8, 2023, as reported in the Issuer's Form 424B3 filed with the SEC on November 13, 2023.

(2)Includes 1,106,539 Class A Ordinary Shares of the Issuer issuable upon the exercise of warrants.

(3)Based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of January 12, 2024, as reported in the Issuer's Schedule 14C filed with the SEC on January 26, 2024.

1 NAMES OF REPORTING PERSONS

LMR Partners LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Delaware

5 SOLE VOTING POWER

0

**NUMBER OF
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6 SHARED VOTING POWER

1,280,149 (1)(2)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,280,149 (1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,280,149 (1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

4.7% (1)(2)(3)

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO, IA

(1)The above information is provided as of January 12, 2024. As of December 31, 2023, LMR Partners LLC had voting and dispositive power over 1,280,149 Class A Ordinary Shares, constituting approximately 5.8% of the outstanding Class A Ordinary Shares, based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of November 8, 2023, as reported in the Issuer's Form 424B3 filed with the SEC on November 13, 2023.

(2)Includes 1,106,539 Class A Ordinary Shares of the Issuer issuable upon the exercise of warrants.

(3)Based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of January 12, 2024, as reported in the Issuer's Schedule 14C filed with the SEC on January 26, 2024.

1 NAMES OF REPORTING PERSONS

LMR Partners AG

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Switzerland

5 SOLE VOTING POWER

0

**NUMBER OF
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6 SHARED VOTING POWER

1,280,149 (1)(2)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,280,149 (1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,280,149 (1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

4.7% (1)(2)(3)

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO, IA

(1)The above information is provided as of January 12, 2024. As of December 31, 2023, LMR Partners AG had voting and dispositive power over 1,280,149 Class A Ordinary Shares, constituting approximately 5.8% of the outstanding Class A Ordinary Shares, based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of November 8, 2023, as reported in the Issuer's Form 424B3 filed with the SEC on November 13, 2023.

(2)Includes 1,106,539 Class A Ordinary Shares of the Issuer issuable upon the exercise of warrants.

(3)Based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of January 12, 2024, as reported in the Issuer's Schedule 14C filed with the SEC on January 26, 2024.

1 NAMES OF REPORTING PERSONS

LMR Partners (DIFC) Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United Arab Emirates

5 SOLE VOTING POWER

0

**NUMBER OF
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6 SHARED VOTING POWER

1,280,149 (1)(2)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,280,149 (1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,280,149 (1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

4.7% (1)(2)(3)

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO, IA

(1)The above information is provided as of January 12, 2024. As of December 31, 2023, LMR Partners (DIFC) Limited had voting and dispositive power over 1,280,149 Class A Ordinary Shares, constituting approximately 5.8% of the outstanding Class A Ordinary Shares, based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of November 8, 2023, as reported in the Issuer's Form 424B3 filed with the SEC on November 13, 2023.

(2)Includes 1,106,539 Class A Ordinary Shares of the Issuer issuable upon the exercise of warrants.

(3)Based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of January 12, 2024, as reported in the Issuer's Schedule 14C filed with the SEC on January 26, 2024.

1 NAMES OF REPORTING PERSONS

Ben Levine

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United Kingdom

5 SOLE VOTING POWER

0

**NUMBER OF
SHARES
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EACH
REPORTING
PERSON
WITH**

6 SHARED VOTING POWER

1,280,149 (1)(2)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,280,149 (1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,280,149 (1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

4.7% (1)(2)(3)

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN, HC

(1)The above information is provided as of January 12, 2024. As of December 31, 2023, Ben Levine had voting and dispositive power over 1,280,149 Class A Ordinary Shares, constituting approximately 5.8% of the outstanding Class A Ordinary Shares, based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of November 8, 2023, as reported in the Issuer's Form 424B3 filed with the SEC on November 13, 2023.

(2)Includes 1,106,539 Class A Ordinary Shares of the Issuer issuable upon the exercise of warrants.

(3)Based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of January 12, 2024, as reported in the Issuer's Schedule 14C filed with the SEC on January 26, 2024.

1 NAMES OF REPORTING PERSONS

Stefan Renold

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Switzerland

5 SOLE VOTING POWER

0

**NUMBER OF
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PERSON
WITH**

6 SHARED VOTING POWER

1,280,149 (1)(2)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,280,149 (1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,280,149 (1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

4.7% (1)(2)(3)

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN, HC

(1)The above information is provided as of January 12, 2024. As of December 31, 2023, Stefan Renold had voting and dispositive power over 1,280,149 Class A Ordinary Shares, constituting approximately 5.8% of the outstanding Class A Ordinary Shares, based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of November 8, 2023, as reported in the Issuer's Form 424B3 filed with the SEC on November 13, 2023.

(2)Includes 1,106,539 Class A Ordinary Shares of the Issuer issuable upon the exercise of warrants.

(3)Based on 21,027,892 Class A Ordinary Shares of the Issuer outstanding as of January 12, 2024, as reported in the Issuer's Schedule 14C filed with the SEC on January 26, 2024.

Item 1(a). NAME OF ISSUER:

The name of the issuer is Intuitive Machines, Inc. (f/k/a Inflection Point Acquisition Corp.) (the “Issuer”).

Item 1(b). ADDRESS OF ISSUER’S PRINCIPAL EXECUTIVE OFFICES:

The Issuer’s principal executive offices are located at 13467 Columbia Shuttle Street, Houston, TX 77059.

Item 2(a). NAME OF PERSON FILING:

This statement is filed by:

- (i) LMR Partners LLP, LMR Partners Limited, LMR Partners LLC, LMR Partners AG and LMR Partners (DIFC) Limited (collectively, the “LMR Investment Managers”), which serve as the investment managers to certain funds with respect to the Class A Ordinary Shares (as defined in Item 2(d)) held by a certain fund; and
- (ii) Ben Levine and Stefan Renold, who are ultimately in control of the investment and voting decisions of the LMR Investment Managers with respect to the securities held by a certain fund.

The foregoing persons are hereinafter sometimes collectively referred to as the “Reporting Persons.”

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

The address of the principal business office of each of the Reporting Persons is c/o LMR Partners LLP, 9th Floor, Devonshire House, 1 Mayfair Place, London, W1J 8AJ, United Kingdom.

Item 2(c). CITIZENSHIP:

LMR Partners LLP is a United Kingdom limited liability partnership. LMR Partners Limited is a Hong Kong corporation. LMR Partners LLC is a Delaware limited liability company. LMR Partners AG is a Swiss corporation. LMR Partners (DIFC) Limited is a United Arab Emirates corporation. Ben Levine is a citizen of the United Kingdom. Stefan Renold is a citizen of Switzerland.

Item 2(d). TITLE OF CLASS OF SECURITIES:

Class A Ordinary Shares, par value \$0.0001 per share (“Class A Ordinary Shares”).

Item 2(e). CUSIP NUMBER:

46125A100

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78c).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment advisor in accordance with §240.13d-1(b)(1)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J).
- (k) Group, in accordance with §240.13d-1(b)(1)(ii)(K).
If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: investment adviser.

Item 4. OWNERSHIP.

The information required by Items 4(a) – (c) is set forth in Rows 5 – 11 of the cover page for each of the Reporting Persons, including information regarding beneficial ownership as of December 31, 2023, and is incorporated herein by reference.

LMR Multi-Strategy Master Fund Limited (“LMR Master Fund”) directly holds 1,280,149 Class A Ordinary Shares (the “LMR Shares”), inclusive of 1,106,539 Class A Ordinary Shares issuable upon the exercise of warrants. The Class A Ordinary Shares held by LMR Master Fund represent approximately 4.7% of the outstanding Class A Ordinary Shares, based on 25,735,759 Class A Ordinary Shares of the Issuer outstanding as of January 12, 2024, as reported in the Issuer’s Schedule 14C filed with the Securities and Exchange Commission on January 26, 2024, plus shares that may be acquired by such Reporting Persons within 60 days.

LMR Master Fund is no longer reporting as a beneficial owner because it does not retain voting or investment control over the securities that it holds.

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following .

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable.

Item 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

Item 10. CERTIFICATION.

Each of the LMR Investment Managers and Messrs. Levine and Renold hereby certifies as follows:

By signing below each Reporting Person certifies that, to the best of his or its knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Each of the LMR Investment Managers other than LMR Partners LLC hereby certifies as follows:

By signing below, I certify that, to the best of my knowledge and belief, the foreign regulatory scheme applicable to an investment adviser is substantially comparable to the regulatory scheme applicable to the functionally equivalent U.S. institution(s). I also undertake to furnish to the Securities and Exchange Commission staff, upon request, information that would otherwise be disclosed in a Schedule 13D.

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: February 12, 2024

LMR PARTNERS LLP

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer

LMR PARTNERS LIMITED

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer

LMR PARTNERS LLC

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer

LMR PARTNERS AG

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer

LMR PARTNERS (DIFC) LIMITED

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer

/s/ Ben Levine
BEN LEVINE

/s/ Stefan Renold
STEFAN RENOLD