FORM 4
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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).

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

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# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer					
		(Check all applicable)					
Foutch Randy A	Helmerich & Payne, Inc. [HP]						
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	X_Director10% Owner					
(Last) (Flist) (Middle)		Officer (give title below) Other (specify below)					
1437 S. BOULDER AVE., SUITE 1400	3/1/2023						
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)					
TULSA, OK 74119 (City) (State) (Zip)		X _ Form filed by One Reporting Person Form filed by More than One Reporting Person					

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Trans. Date	2A. Deemed	3. Trans. Co	de	4. Securit	ies Acquire	ed (A)	5. Amount of Securities Beneficially Owned	6.	7. Nature
	Execution	(Instr. 8)		or Dispos	ed of (D)		Following Reported Transaction(s)	Ownership	of Indirect
	Date, if any			(Instr. 3, 4	4 and 5)		(Instr. 3 and 4)	Form:	Beneficial
								Direct (D)	Ownership
								or Indirect	(Instr. 4)
					(A) or			(I) (Instr.	
		Code	V	Amount	(D)	Price		4)	
	2. Trans. Date		Execution Date, if any (Instr. 8)	Execution Date, if any (Instr. 8)	Execution Date, if any (Instr. 8) or Dispos (Instr. 3, 4)	Execution Date, if any (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	Execution Date, if any (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	Execution Date, if any (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) Following Reported Transaction(s) (Instr. 3 and 4)	Execution Date, if any (Instr. 8) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4) Following Reported Transaction(s) Ownership Form: Direct (D) or Indirect (I) (Instr. 3 and 4)

#### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)		Date	 Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	Securities Beneficially	Ownership Form of Derivative	Beneficial Ownership
	Security		Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following	Direct (D) or Indirect	(Instr. 4)
Phantom Stock (1)	<u>(2)</u>	3/1/2023	Α		4197		<u>(3)</u>	<u>(3)</u>	Common Stock	4197	\$0	39289	D	

## **Explanation of Responses:**

(1) Phantom shares relate to the Helmerich & Payne, Inc. Director Deferred Compensation Plan.

(2) 1-for-1

(3) The shares of phantom stock become payable, in cash only, at the election of the reporting person (1) in a lump sum payable no later than 60 days following the termination of the reporting person's service as a Director, or (2) in annual installments for a period of 'x' years (not to exceed 10).

## **Reporting Owners**

Penarting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Foutch Randy A							
1437 S. BOULDER AVE. SUITE 1400	Х						
TULSA, OK 74119							

### Signatures

William H. Gault by Power of Attorney for Randy A. Foutch

3/3/2023

\*\*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 control number.