

OMB APPROVAL	
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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 * <u>AE INDUSTRIAL PARTNERS STRUCTURED SOLUTIONS I, LP</u> (Last) (First) (Middle) <u>C/O AE INDUSTRIAL PARTNERS, LP</u> <u>2500 N. MILITARY TRAIL, SUITE 470</u> (Street) <u>BOCA RATON FL 33431</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Redwire Corp [RDW]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/28/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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 Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series A Convertible Preferred Stock ⁽¹⁾	\$3.05 ⁽²⁾	10/28/2022		A		40,000 ⁽³⁾		(4)	(4)	Common Stock, par value \$0.0001 per share	13,114,755	\$1,000	40,000 ⁽³⁾	I	See footnote ⁽⁵⁾⁽⁶⁾

1. Name and Address of Reporting Person *
AE INDUSTRIAL PARTNERS STRUCTURED SOLUTIONS I, LP

 (Last) (First) (Middle)
C/O AE INDUSTRIAL PARTNERS, LP
2500 N. MILITARY TRAIL, SUITE 470

 (Street)
BOCA RATON FL 33431

 (City) (State) (Zip)

1. Name and Address of Reporting Person *
AE INDUSTRIAL PARTNERS STRUCTURED SOLUTIONS I GP, LP

 (Last) (First) (Middle)
C/O AE INDUSTRIAL PARTNERS, LP
2500 N. MILITARY TRAIL, SUITE 470

 (Street)
BOCA RATON FL 33431

 (City) (State) (Zip)

Explanation of Responses:

1. Pursuant to the Investment Agreement, dated as of October 28, 2022, Redwire Corporation (the "Company") sold AE Industrial Partners Fund II, LP ("AE Fund II LP") and AE Industrial Partners Structured Solutions I, LP ("AE Structured LP") 30,000 and 10,000 shares of Series A Convertible Preferred Stock, par value \$0.0001 per share (the "Series A Convertible Preferred Stock"), respectively, for an aggregate purchase price of \$40 million. The Series A Convertible Preferred Stock accrues dividends, payable in cash or, at the option of the Company, paid in kind, at a rate of 13% per annum if paid in cash or 15% per annum if paid in kind ("PIK Payment"), subject to certain adjustments.

2. The conversion price is subject to customary anti-dilution adjustments, including in the event of any stock split, stock dividend, recapitalization or similar events.

3. The number of shares of Series A Convertible Preferred Stock held by the reporting person and the shares of Company common stock underlying such Series A Convertible Preferred Stock will increase for each dividend period in which the Company elects to pay dividends payable with respect to the Series A Convertible Preferred Stock as dividends paid in kind (or, in the event the Company elects to accrue for dividends in lieu of a cash or PIK Payment, will increase the number of shares of common stock underlying each share of Series A Convertible Preferred Stock).

4. The Series A Convertible Preferred Stock is convertible at any time, at the holder's election. The Series A Convertible Preferred Stock has no expiration date; however, the Company must offer to repurchase each outstanding share of Series A Convertible Preferred Stock in the event of a fundamental change and each share of Series A Convertible Preferred Stock will mandatorily convert into shares of the Company's common stock upon the satisfaction of certain conditions.

5. AE Fund II LP and AE Structured LP directly own 30,000 and 10,000 shares of the Series A Convertible Preferred Stock, respectively. Voting and dispositive power with respect to the shares of Series A Convertible Preferred Stock held by AE Fund II LP and AE Structured LP is exercised by Michael Greene and David H. Rowe, the managing members of AeroEquity GP, LLC, which is the general partner of AE Industrial Partners Fund II GP, LP ("AE Fund II GP") and AE Industrial Partners Structured Solutions I GP, LP ("AE Structured GP"). AE Fund II GP and AE Structured GP are the general partners of AE Fund II LP and AE Structured LP, respectively.

6. Each of the foregoing entities and individuals disclaims beneficial ownership of the shares reported hereby, except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

Remarks:

Kirk Michael Konert serves as a Partner of AE Industrial Partners, LP and AE Industrial Partners may, therefore, be considered a director of the issuer by deputization. Exhibit 24 - Power of Attorney. This report is filed as form 2 of 2 to report related transactions for the following filers: (i) AE Red Holdings, LLC, (ii) AE Industrial Partners Fund II GP, LP, (iii) Michael Robert Greene, (iv) David H. Rowe, (v) AE Industrial Partners Fund II-B, LP, (vi) AE Industrial Partners Fund II, LP, (vii) AE Industrial Partners Fund II-A, LP, (viii) AE Industrial Partners, LP, (ix) AeroEquity GP, LLC, (x) AE Industrial Partners Structured Solutions I, LP and (xi) AE Industrial Partners Structured Solutions I GP, LP.

AE INDUSTRIAL PARTNERS
STRUCTURED SOLUTIONS I,
LP By: AE Industrial Partners
Structured Solutions I GP, LP Its:
General Partner By: AeroEquity GP, LLC Its: General Partner By:
/s/ Michael Greene Name:
Michael Greene Title: Managing
Member 11/01/2022

AE INDUSTRIAL PARTNERS
STRUCTURED SOLUTIONS I
GP, LP By: AeroEquity GP, LLC
Its: General Partner By: /s/
Michael Greene Name: Michael
Greene Title: Managing Member 11/01/2022

** 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.

POWER OF ATTORNEY

FOR SECTION 16 REPORTING OBLIGATIONS

November 1, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of Nathan O’Konek, Alexander M. Schwartz and Robert M. Hayward P.C., signing singly, the undersigned’s true and lawful attorney-in-fact to: (i) execute for and on behalf of the undersigned, in the undersigned’s capacity as an officer and/or director and/or owner of greater than 10% of the outstanding common stock of Redwire Corporation, a Delaware corporation (the “Company”), Forms 3, 4 and 5 (including any amendments, supplements or exhibits thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; (ii) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 (including any amendments, supplements or exhibits thereto) and timely file such form with the United States Securities and Exchange Commission (the “SEC”) and any stock exchange or similar authority, including without limitation the filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Form 3, 4 and 5 electronically with the SEC; (iii) seek or obtain, as the undersigned’s representative and on the undersigned’s behalf, information on transactions in the Company’s securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to each of the undersigned’s attorneys-in-fact appointed by this Power of Attorney and ratifies any such release of information; and (iv) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact’s discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact’s substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned’s responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned’s holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

Signed and acknowledged:

AE INDUSTRIAL PARTNERS STRUCTURED SOLUTIONS I, LP

By: AE Industrial Partners Structured Solutions I GP, LP
Its: General Partner

By: AeroEquity GP, LLC
Its: General Partner

By: /s/ Michael Greene
Name: Michael Greene
Title: Managing Member

AE INDUSTRIAL PARTNERS STRUCTURED SOLUTIONS I GP, LP

By: AeroEquity GP, LLC
Its: General Partner

By: /s/ Michael Greene
Name: Michael Greene
Title: Managing Member