

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 RED HOLDINGS, LLC</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>05/10/2023</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
	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.	

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.0001 per share	05/10/2023		S		35,887	D	\$3.02 ⁽¹⁾	37,176,613	I	See footnote. ⁽²⁾⁽³⁾
Common Stock, par value \$0.0001 per share	05/11/2023		S		22,393	D	\$2.92 ⁽⁴⁾	37,187,115 ⁽⁵⁾	I	See footnote. ⁽²⁾⁽³⁾

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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person * <u>AE RED HOLDINGS, LLC</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)
1. Name and Address of Reporting Person * <u>AE INDUSTRIAL PARTNERS FUND II GP, 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)

1. Name and Address of Reporting Person *

GREENE MICHAEL ROBERT

(Last)(First)(Middle)

C/O AE INDUSTRIAL PARTNERS, LP
2500 N. MILITARY TRAIL, SUITE 470

(Street)

BOCA RATONFL33431

(City)(State)(Zip)

1. Name and Address of Reporting Person *

ROWE DAVID H.

(Last)(First)(Middle)

C/O AE INDUSTRIAL PARTNERS, LP
2500 N. MILITARY TRAIL, SUITE 470

(Street)

BOCA RATONFL33431

(City)(State)(Zip)

1. Name and Address of Reporting Person *

AE INDUSTRIAL PARTNERS FUND II-B, LP

(Last)(First)(Middle)

C/O AE INDUSTRIAL PARTNERS, LP
2500 N. MILITARY TRAIL, SUITE 470

(Street)

BOCA RATONFL33431

(City)(State)(Zip)

1. Name and Address of Reporting Person *

AE INDUSTRIAL PARTNERS FUND II, LP

(Last)(First)(Middle)

C/O AE INDUSTRIAL PARTNERS, LP
2500 N. MILITARY TRAIL, SUITE 470

(Street)

BOCA RATONFL33431

(City)(State)(Zip)

1. Name and Address of Reporting Person *

AE INDUSTRIAL PARTNERS FUND II-A, LP

(Last)(First)(Middle)

C/O AE INDUSTRIAL PARTNERS, LP
2500 N. MILITARY TRAIL, SUITE 470

(Street)

BOCA RATONFL33431

(City)(State)(Zip)

1. Name and Address of Reporting Person *

[AE INDUSTRIAL PARTNERS, 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 *

[AEROEQUITY GP, LLC](#)

(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. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.94 to \$3.11. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote 1 to this Form 4.
2. Voting and dispositive power with respect to the shares of common stock held by AE Red Holdings, LLC ("AE Red") 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"). AE Industrial Partners Fund II-B, LP ("AE Fund II-B"), AE Industrial Partners Fund II, LP ("AE Fund II LP") and AE Industrial Partners Fund II-A, LP ("AE Fund II-A" and together with AE Fund II-B and AE Fund II LP, the "AE Funds") are the controlling equityholders of AE Red. AE Fund II GP is the general partner of each of the AE Funds.
3. 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.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.84 to \$3.10. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote 4 to this Form 4.
5. Includes 32,895 shares issuable upon the vesting of restricted stock units, which are held for the benefit of the Reporting Person by Kirk Konert, who received such restricted stock units for his service as a director of the Issuer. These shares were inadvertently omitted from the Reporting Person's holdings and at all times were held by Mr. Konert for the benefit of the Reporting Person.

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.

[/s/ Nathan O'Konck, by Power of Attorney](#) [05/12/2023](#)

** 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 Number.