SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

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 [*] GREENE MICHAEL ROBERT	2. Date of Event Requiring Statement (Month/Day/Year) 07/11/2025	3. Issuer Name and Ticker or Trading Symbol <u>Redwire Corp</u> [RDW]			
(Last) (First) (Middle) C/O REDWIRE CORPORATION 8226 PHILIPS HIGHWAY, SUITE 101		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)	5. If Amendment, Date of Original Filed (Month/Day/Year)		
		X Director X 10% Owner Officer (give title Other (specify below) below)	 Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting 		
(Street) JACKSONVILLE FL 32256			Person		
(City) (State) (Zip)					

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	,	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0,0001 per share	85 485 177(1)	I	See footnote ⁽²⁾⁽³⁾

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		Conversion or Exercise	Form: Direct (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Indirect (I) (Instr. 5)	
Series A Convertible Preferred Stock ⁽⁴⁾⁽⁵⁾	(6)	(6)	Common Stock, par value \$0.0001 per share	14,161,844	3.05(7)	Ι	See footnote ⁽⁸⁾⁽³⁾
Warrants ⁽⁹⁾	09/02/2021	(10)	Common Stock, par value \$0.0001 per share	2,000,000	11.5	Ι	See footnote ⁽²⁾⁽³⁾

Explanation of Responses:

1. Consists of shares of common stock held directly by Edge Autonomy Ultimate Holdings, LP, a Delaware limited partnership ("Edge Seller") and AE Red Holdings, LLC, a Delaware limited partnership ("AE Red"), and restricted stock units held directly by Kirk Michael Konert, in his capacity as a member of the Issuer's Board of Directors and assigned to AE Industrial Partners, LP upon vesting. Prior to such vesting and assignment, Kirk Michael Konert will hold the reported securities for the benefit of AE Industrial Partners, LP and he disclaims all right title and interest in such securities.

2. Voting and dispositive power with respect to the reported securities is exercised by Michael Greene and David H. Rowe, the managing members of AeroEquity GP, LLC ("AeroEquity"), 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, the "AE Funds") are the controlling equityholders of Edge Seller and 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 securities 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. Consists of Series A Convertible Preferred Stock held directly by each of the AE Funds and AE Industrial Partners Structured Solutions I, LP ("AE Structured LP").

5. The Series A Convertible Preferred Stock accrues dividends, payable in cash or, at the option of the Issuer, 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. The number of shares of Series A Convertible Preferred Stock held by the reporting person and the shares of common stock underlying such Series A Convertible Preferred Stock will increase for each dividend period in which the Issuer elects to pay dividends payable with respect to the Series A Convertible Preferred Stock as PIK Payments (or, in the event the Issuer 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).

6. 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 Issuer must offer to repurchase each outstanding share of Series A Convertible Preferred Stock will mandatorily convert into shares of common stock upon the satisfaction of certain conditions.

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

8. Voting and dispositive power with respect to the shares of Series A Convertible Preferred Stock held by the AE Funds and AE Structured LP is exercised by Michael Greene and David H. Rowe, the managing members of AeroEquity, which is the general partner of 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 the AE Funds and AE Structured LP, respectively.

9. Consists of warrants held directly by AE Red.

10. The warrants will expire on September 2, 2026, subject to certain exceptions provided by the governing warrant agreement.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Aaron Futch, by Power of Attorney

07/21/2025

** 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 5 (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.

OMB APPROVAL

POWER OF ATTORNEY

FOR SECTION 16 REPORTING OBLIGATIONS

JULY 8, 2025

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of Aaron Futch, James H. Romaker, Alexander M. Schwartz, Nicholas J. Pappas and F. Mark Reuter, 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 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:

/s/ Michael Robert Greene