SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1)

XTI Aerospace, Inc.

(Name of Issuer)

Common Stock, $0.001 par value per share

(Title of Class of Securities)

98423K405

(CUSIP Number)

09/30/2026

(Date of Event Which Requires Filing of this Statement)

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

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

SCHEDULE 13G

CUSIP Number(s):	98423K405

1	**Names of Reporting Persons** Grossman Bruce
2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)
3	**Sec Use Only**
4	**Citizenship or Place of Organization**

	UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	**Sole Voting Power** 3,548,268.00
	6	**Shared Voting Power** 0.00
	7	**Sole Dispositive Power** 3,548,268.00
	8	**Shared Dispositive Power** 0.00
9	**Aggregate Amount Beneficially Owned by Each Reporting Person** 3,548,268.00	
10	**Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)** ☐	
11	**Percent of class represented by amount in row (9)** 9.2 %	
12	**Type of Reporting Person (See Instructions)** IN	

SCHEDULE 13G

Item 1.

(a) **Name of issuer:**

XTI Aerospace, Inc.

(b) **Address of issuer's principal executive offices:**

511 East John W. Carpenter Freeway, Suite 500, Los Colinas, TX 75062

Item 2.

(a) **Name of person filing:**

Bruce Grossman

(b) **Address or principal business office or, if none, residence:**

c/o Dillon Hill Capital LLC
200 Business Park Drive, Suite 306
Armonk, NY 10504

(c) **Citizenship:**

United States

(d) **Title of class of securities:**

Common Stock, $0.001 par value per share

(e) **CUSIP No.:**

98423K405

Item 3. **If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-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. 78o);**

(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 adviser 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 associations 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). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J),**
please specify the type of institution:

(k) ☐ **Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).**

Item 4. Ownership

(a) Amount beneficially owned:

Share ownership is reported as of November 12, 2026. The shares of Common Stock reported on this Schedule are indirectly beneficially owned by the Reporting Person. Dillon Hill Capital, LLC, of which the Reporting Person is the sole member, directly owns 1,441,718 shares of Common Stock of the Issuer. Dillon Hill Investment Co LLC, the investment decisions of which are controlled by the Reporting Person, directly owns 2,106,550 shares of Common Stock. The Reporting Person may be deemed to have sole voting and dispositive power over the shares of Common Stock held by Dillon Hill Capital LLC and shared voting and dispositive power over the shares of Common Stock held by Dillon Hill Investment Co LLC. The percentage beneficial ownership reported in Item 11 of the cover pages to this Schedule was calculated based on 38,477,789 shares of Common Stock outstanding as of November 10, 2026.

(b) Percent of class:

See Rows 5 through 11 of the Reporting Person's cover page.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

See Rows 5 through 11 of the Reporting Person's cover page.

(ii) Shared power to vote or to direct the vote:

See Rows 5 through 11 of the Reporting Person's cover page.

(iii) Sole power to dispose or to direct the disposition of:

See Rows 5 through 11 of the Reporting Person's cover page.

(iv) Shared power to dispose or to direct the disposition of:

See Rows 5 through 11 of the Reporting Person's cover page.

Item 5. Ownership of 5 Percent or Less of a Class.

Not Applicable

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

See Item 4.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

See Item 4.

Item 8. **Identification and Classification of Members of the Group.**

Not Applicable

Item 9. **Notice of Dissolution of Group.**

Not Applicable

Item 10. **Certifications:**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above 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, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Grossman Bruce

Signature: **/s/ Bruce Grossman**
Name/Title: **Bruce Grossman**
Date: **11/16/2026**

Exhibit Information

None.