SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Origin Group DN, Inc.	XTI Aerospace, Inc. [XTIA]	Director X 10% Owner
(Last) (First) (Middle) 21203 NE 38TH AVENUE	3. Date of Earliest Transaction (Month/Day/Year) 11/18/2026	Officer (give title below) Other (specify below)
(Street) AVENTURA FL 33180	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 X Form filed by More than One Reporting Person
(City) (State) (Zip)		

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 $0.001	11/18/2026		C		6,002,610	A	$0[1]	6,002,610	D[2]	
Common Stock, par value $0.001	11/18/2026		C		521,966	A	$0[1]	521,966	D[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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Units of XTI Drones Holdings, LLC	(1)	11/18/2026		C			6,002,610	11/18/2026[1]	(1)	Common Stock	6,002,610	$0	0	D[2]	
Class B Units of XTI Drones Holdings, LLC	(1)	11/18/2026		C			521,966	11/18/2026[1]	(1)	Common Stock	521,966	$0	0	D[3]	

1. Name and Address of Reporting Person*
Origin Group DN, Inc.
(Last) (First) (Middle) 21203 NE 38TH AVENUE
(Street) AVENTURA FL 33180
(City) (State) (Zip)

1. Name and Address of Reporting Person*
Origin Group AZ, Inc.
(Last) (First) (Middle) 21203 NE 38TH AVENUE
(Street) AVENTURA FL 33180
(City) (State) (Zip)

(City)	(State)	(Zip)

Explanation of Responses:

1. Each Class B Unit of XTI Drones Holdings, LLC, a subsidiary of the Issuer, was exchangeable for one share of common stock of the Issuer for no additional consideration (subject to adjustment) under Section 8.8 of the XTI Drones Holdings, LLC Amended and Restated Company Agreement, dated as of November 10, 2025, subject to the conditions set forth therein, which were satisfied as of the exchange on November 18, 2026. The Class B Units have no expiration date. On November 18, 2026, each Reporting Person exchanged all of its Class B Units for an equal number of shares of Common Stock on a one-for-one basis. Following the exchange, no Class B Units are held by either Reporting Person.

2. These securities are held directly by The Origin Group DN, Inc., which is a member of a "group" with The Origin Group AZ, Inc. for purposes of Section 13(d) of the Exchange Act.

3. These securities are held directly by The Origin Group AZ, Inc., which is a member of a "group" with The Origin Group DN, Inc. for purposes of Section 13(d) of the Exchange Act.

Remarks:

This filing shall not be deemed an admission that for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise, that the Reporting Persons are the beneficial owners of any equity securities in excess of their respective pecuniary interests, and each Reporting Person disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein, if any.

The Origin Group DN, Inc. /s/ Jeremy Schneiderman, Chief Executive Officer	11/20/2026
The Origin Group AZ, Inc. /s/ Jeremy Schneiderman, Chief Executive Officer	11/20/2026
** 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.