

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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* <u>Babin Mara</u> (Last) (First) (Middle) <u>C/O XTI AIRCRAFT CO.</u> <u>7625 S. PEORIA STREET, UNIT D11</u> (Street) <u>ENGLEWOOD CO</u> <u>80112</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/12/2024</u>	3. Issuer Name and Ticker or Trading Symbol <u>XTI Aerospace, Inc. [XTIA]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <input type="checkbox"/> <p style="text-align: center;"><u>See remarks</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>03/14/2024</u>
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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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)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

Remarks:

The original Form 3 Report filed on March 14, 2024 was filed in error and should be considered withdrawn. The original Form 3 mistakenly indicated that Ms. Babin is the General Counsel of the issuer. Ms. Babin is not the General Counsel and not an "officer" of the issuer for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.

No securities are beneficially owned.

/s/ John Griffio by Power of Attorney from Mara Babin

03/21/2024

** 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.