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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

☐ 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.

1. Name and Address of Reporting Person*

BURKLE RONALD W

(Last) (First) (Middle)

C/O THE YUCAIPA COMPANIES

9130 WEST SUNSET BOULEVARD

(Street)

LOS ANGELES CA 90069

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

Momentus Inc. [MNTS]

Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)

11/20/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

☐ Director ☐ 10% Owner

☐ Officer (give title below) ☑ Other (specify below)

Member of 10% Owner Group

6. Individual or Joint/Group Filing (Check Applicable Line)

☐ Form filed by One Reporting Person

☑ Form filed by More than One Reporting Person

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			
Class A Common Stock	11/20/2026		P		616,444	A	$1.9475(1)	2,527,955	I	See Footnotes(2)
Class A Common Stock	11/23/2026		P		19,139	A	$1.9138(3)	2,547,094	I	See Footnotes(2)

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				

1. Name and Address of Reporting Person*

BURKLE RONALD W

(Last) (First) (Middle)

C/O THE YUCAIPA COMPANIES

9130 WEST SUNSET BOULEVARD

(Street)

LOS ANGELES CA 90069

(City) (State) (Zip)

1. Name and Address of Reporting Person*

OA3, LLC

(Last) (First) (Middle)

C/O THE YUCAIPA COMPANIES

9130 WEST SUNSET BOULEVARD

(Street)

LOS ANGELES	CA	90069
(City)	(State)	(Zip)

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from $1.81 and $2.00, inclusive. The Reporting Persons (as defined herein) 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 purchased at each separate price within the range.

2. These securities are directly owned by OA3, LLC ("OA3"). Ronald Wayne Burkle ("Mr. Burkle") is the sole manager of OA3 and directly or indirectly, with certain family trusts, holds 100% of the membership interests of OA3. As such, Mr. Burkle may be deemed to have voting and dispositive control of these securities. Mr. Burkle disclaims beneficial ownership over these securities, except to the extent of his pecuniary interest therein.

3. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from $1.785 and $2.00, inclusive. The Reporting Persons 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 purchased at each separate price within the range.

Remarks:

Mr. Burkle and OA3 (collectively, the "Reporting Persons") are filing this Form 4 because they may be deemed to be members of a "group" within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") that is a "beneficial owner" of more than 10% of the Issuer's Class A common stock pursuant to Rule 16a-1(a) under the Exchange Act. The Reporting Persons disclaim status as members of a "group," and neither the filing of this Form 4 nor anything contained herein shall be deemed an admission that any of the Reporting Persons is a member of such a group. Mr. Burkle and OA3 expressly disclaim beneficial ownership of any securities beneficially owned by other shareholders that may be members of such "group."

/s/ Ronald Wayne Burkle	11/24/2026
OA3, LLC By: /s/ Ronald Wayne Burkle, its Sole Manager	11/24/2026
** 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.