SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

1. Name and Address of Reporting Person [*] Villa Marco			2. Issuer Name and Ticker or Trading Symbol <u>Terran Orbital Corp</u> [LLAP]		tionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner
(Last) (First) (Middle) 6800 BROKEN SOUND PKWY NW, SUITE 200			3. Date of Earliest Transaction (Month/Day/Year) 10/07/2022	X	Officer (give title below) Chief Revenue Off	Other (specify below) icer and EVP
(Street) BOCA RATON	FL	33487	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv X	idual or Joint/Group Filing Form filed by One Repo Form filed by More than	orting 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)			Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock, par value \$0.0001 per share ⁽¹⁾	10/07/2022		М		257,341	Α	\$0.00	6,114,741	D		
Common Stock, par value \$0.0001 per share ⁽²⁾	10/07/2022		F		62,663	D	\$1.95	6,052,078	D		

 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. Transac Code (In 8)		5. Number of Derivative 6. Date Exercisable and Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and Expiration Date		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	Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units ⁽³⁾	\$0.00 ⁽³⁾	10/07/2022		М			257,341	(3)	(3)	Common Stock	257,341	\$0.00	772,025	D	

Explanation of Responses:

1. Shares acquired represent settlement of vested restricted stock units on a one-for-one basis.

2. Shares withheld to pay taxes applicable to settlement of vested restricted stock units.

3. Each restricted stock unit represents a contingent right to receive one share of LLAP common stock subject to vesting in four equal annual installments on each anniversary of the vesting start date.

Remarks:

/s/ Stephanie McMenamy,	
attorney-in-fact	
** Signature of Reporting Person	

10/11/2022

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.

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