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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Klein Michael Stuart	Churchill Capital Corp XI [CCXI]	☑ Director ☑ 10% Owner
(Last) (First) (Middle)	Foreign Trading Symbol	☑ Officer (give title below) ☐ Other (specify below)
640 FIFTH AVENUE, 14TH FLOOR	3. Date of Earliest Transaction (Month/Day/Year)	See Remarks
(Street)	11/02/2026	
NEW YORK NY 10019	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(City) (State) (Zip)		☐ 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			
Common Stock	11/02/2026		C		14,525,000(1)(2)(3)	A	(1)(2)(3)	14,525,000	I	See footnote(5)

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 ordinary shares	(1)(2)	11/02/2026		C			13,800,000	(1)(2)	(1)(2)	Common Stock	13,800,000	(1)(2)	0	I	See footnote(5)
Warrant (Right to Buy)	$11.5	11/02/2026		J		72,500		12/04/2026	(4)	Common Stock	72,500	(3)	72,500(3)	I	See footnote(5)

1. Name and Address of Reporting Person*

Klein Michael Stuart

(Last) (First) (Middle)

640 FIFTH AVENUE, 14TH FLOOR

(Street)

NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person*

CHURCHILL SPONSOR XI LLC

(Last) (First) (Middle)

640 FIFTH AVENUE, 14TH FLOOR

(Street)

NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person*

M. Klein Associates, Inc.

(Last) (First) (Middle)

640 FIFTH AVENUE, 14TH FLOOR

(Street)

NEW YORK NY 10019

(City)	(State)	(Zip)

Explanation of Responses:

1. In connection with the transactions consummated on November 4, 2026 pursuant to that certain Agreement and Plan of Merger and Reorganization, dated as of June 24, 2026 (the "Merger Agreement"), by and among Agility Robotics, Inc. (the "Issuer") (f/k/a Churchill Capital Corp XI ("CCXI")), BLB Merger Sub, Inc., a Delaware corporation and a direct, wholly-owned subsidiary of the Issuer ("Merger Sub"), and Agility Robotics, Inc., a Delaware corporation ("Legacy Agility"). Pursuant to the Merger Agreement, and on the terms and subject to the satisfaction or waiver of the conditions set forth therein, following the Domestication (as defined below), Merger Sub merged with and into Legacy Agility, with Legacy Agility continuing as the surviving entity and a wholly-owned subsidiary of the Issuer (the "Merger").

2. The Issuer effected a deregistration under Article 41 of CCXI's amended and restated memorandum and articles of association and Part 12 of the Companies Act (As Revised) of the Cayman Islands and a domestication under Section 388 of the Delaware General Corporation Law, pursuant to which CCXI's jurisdiction of incorporation changed from the Cayman Islands to the State of Delaware (the "Domestication"). Immediately prior to the Domestication, each of the 13,800,000 Class B ordinary shares of CCXI held by Churchill Sponsor XI LLC (the "Sponsor") automatically converted into a Class A ordinary share of CCXI (the "Class A Ordinary Share") on a one-for-one basis, and effective upon the Domestication, each Class A Ordinary Share converted into common stock, par value $0.0001 per share ("Common Stock"), of the Issuer on a one-for-one basis.

3. Effective upon the Domestication, (i) each of the 725,000 private placement units held by the Sponsor (including 225,000 units issued upon settlement of Sponsor's working capital loans) separated into one share per unit and one-tenth of one whole warrant of CCXI per unit, each whole warrant exercisable for one Class A Ordinary Share, (ii) each share converted into one share of Common Stock of the Issuer on a one-to-one basis, and (iii) each warrant automatically converted into a warrant to acquire Common Stock of the Issuer.

4. The warrants become exercisable 30 days after the completion of the Merger and do not expire except upon liquidation.

5. The reported shares and warrants of the Issuer are directly held by the Sponsor. Michael Klein is the controlling stockholder of M. Klein Associates, Inc., which is the managing member of the Sponsor. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 under the Securities Exchange Act of 1934, as amended, or otherwise, any of the Reporting Persons is the beneficial owner of any securities reported herein. The Reporting Persons disclaim beneficial ownership of any securities of the Issuer except to the extent of such Reporting Person's pecuniary interest therein.

Remarks:

Former Chief Executive Officer, President and Chairman of the Board of Directors of CCXI.

/s/ Michael Klein	11/04/2026
M. Klein Associates, Inc., By: /s/ Jay Taragin, Name: Jay Taragin, Title: Authorized Person	11/04/2026
Churchill Sponsor XI LLC, By: M. Klein Associates, Inc., its managing member, By: /s/ Jay Taragin, Name: Jay Taragin, Title: Authorized Person	11/04/2026
** 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.