

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

OMB APPROVAL	
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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* <u>Beard Marshall Edmund</u> (Last) (First) (Middle) 600 THIRD AVENUE, 2ND FLOOR (Street) NEW YORK NY 10016 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Gemini Space Station, Inc. [GEMI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Operating Officer
	3. Date of Earliest Transaction (Month/Day/Year) 09/11/2025	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	09/11/2025		A		9,089 ⁽¹⁾	A	\$0	9,089	D	
Class A Common Stock	09/11/2025		A		267,857 ⁽²⁾	A	\$0	276,946	D	
Class A Common Stock	09/11/2025		A		903,971 ⁽³⁾	A	\$0	1,180,917	D	
Class A Common Stock	09/15/2025		A		805,615 ⁽⁴⁾	A	\$0	1,986,532	D	
Class A Common Stock	09/15/2025		S		258,901 ⁽⁵⁾	D	\$26.25	1,727,631	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. 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
Stock Options (right to buy)	\$28	09/11/2025		A		267,857		(6)	09/11/2035	Class A Common Stock	267,857	\$0	267,857	D	

Explanation of Responses:

- Represents a grant of 9,089 restricted stock units ("RSUs"), which vested and settled in full upon the closing of the Issuer's initial public offering ("IPO"). Each RSU represents a contingent right to receive one share of Class A common stock.
- Represents a grant of 267,857 RSUs, which vest over four years, with 25% vesting on a one-year cliff and the remaining portion vesting in quarterly installments.
- Represents a grant of 903,971 RSUs, which vest in equal monthly installments over two years, with the first vesting installment occurring on February 24, 2025.
- In connection with the Issuer's initial public offering and related reorganizational transactions, the reporting person received 805,615 shares of Class A common stock in exchange for the reporting person's corresponding incentive profits interest units in Gemini Astronaut Corps, LLC, including 546,710 shares of restricted Class A common stock for incentive profit interest units that have not vested.
- These shares were sold in the secondary offering that occurred in conjunction with the IPO.
- These stock options vest over four years, with 25% vesting on a one-year cliff and the remaining portion vesting in quarterly installments.

/s/ Tyler Meade, as attorney-in-fact 09/15/2025

** 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.