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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) March 23, 2023

**BigBear.ai Holdings, Inc.**  
(Exact name of Registrant as Specified in Charter)

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Delaware  
(State or Other Jurisdiction of  
Incorporation or Organization)

001-40031  
(Commission  
File Number)

85-4164597  
(IRS Employer  
Identification Number)

6811 Benjamin Franklin Drive, Suite 200  
Columbia, MD 21046  
(Address of principal executive offices, including Zip Code)  
(410) 312-0885  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions *see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbols	Name of each exchange on which registered
<b>Common stock, \$0.0001 par value</b>	<b>BBAI</b>	<b>New York Stock Exchange</b>
<b>Redeemable warrants, each full warrant exercisable for one share of common stock at an exercise price of \$11.50 per share</b>	<b>BBAI.WS</b>	<b>New York Stock Exchange</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On March 23, 2023, BigBear.ai Holdings, Inc. (the “Company”) terminated the employment of Jeffrey Dyer, the Company's President, Commercial Sector. A replacement for Mr. Dyer's position will not be pursued at this time.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits:

<b>Exhibit No.</b>	<b>Description</b>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated:                     March 24, 2023                    

By:	<u>                    /s/ Sean Ricker                    </u>
Name:	Sean Ricker
Title:	Chief Accounting Officer