Form 144 Filer Information

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

Form 144

FORM 144

#### NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

### 144: Filer Information

Filer CIK	0001886800
Filer CCC	XXXXXXXX
Is this a LIVE or TEST Filing?	
Submission Contact Information	
Name	
Phone	
E-Mail Address	

## **144: Issuer Information**

Name of Issuer	BigBear.ai Holdings, Inc.
SEC File Number	001-40031
Address of Issuer	6811 BENJAMIN FRANKLIN DRIVE, SUITE 200 COLUMBIA MARYLAND 21046
Phone	(410) 967-0335
Name of Person for Whose Account the	BBAI Ultimate Holdings, LLC

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer

10% Stockholder

#### **144: Securities Information**

Title of the Class of Securities To Be Sold	Common
Name and Address of the Broker	Merrill Lynch, Pierce, Fenner & Smith Inc. 555 California Street, FL 18 San Francisco CA 94104
Number of Shares or Other Units To Be Sold	2461867
Aggregate Market Value	6006955.48
Number of Shares or Other Units Outstanding	156815819
Approximate Date of Sale	03/15/2024
Name the Securities Exchange	NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or

144: Securities To Be Sold	
Title of the Class	Common
Date you Acquired	12/13/2021
Nature of Acquisition Transaction	Private Placement
Name of Person from Whom Acquired	Issuer
Is this a Gift?	Date Donor Acquired
Amount of Securities Acquired	2461867
Date of Payment	12/13/2021
Nature of Payment	Cash

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

Name and Address of Seller	BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PKWY NW BOCA RATON FL 33487
Title of Securities Sold	Common
Date of Sale	03/08/2024
Amount of Securities Sold	3281214
Gross Proceeds	8557202.63

## 144: Securities Sold During The Past 3 Months

Name and Address of Seller	AE BBAI AGGREGATOR, LP 6700 BROKEN SOUND PKWY NW BOCA RATON FL 33487
Title of Securities Sold	Common
Date of Sale	03/08/2024
Amount of Securities Sold	2276129
Gross Proceeds	6368690.88

## 144: Securities Sold During The Past 3 Months

Name and Address of Seller

BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PKWY NW BOCA RATON FL 33487

Common

Date of Sale

03/11/2024

Amount of Securities Sold

**Gross Proceeds** 

1832678

4527370.76

#### 144: Securities Sold During The Past 3 Months

Name and Address of Seller	BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PKWY NW BOCA RATON FL 33487
Title of Securities Sold	Common
Date of Sale	03/12/2024
Amount of Securities Sold	139527
Gross Proceeds	340740.28

#### 144: Securities Sold During The Past 3 Months

Name and Address of Seller	BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PKWY NW BOCA RATON FL 33487
Title of Securities Sold	Common
Date of Sale	03/13/2024
Amount of Securities Sold	4777012
Gross Proceeds	12084755.98

# 144: Securities Sold During The Past 3 Months

Name and Address of Seller	BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PKWY NW, BOCA RATON FL 33487
Title of Securities Sold	Common
Date of Sale	03/14/2024
Amount of Securities Sold	8009447
Gross Proceeds	20414390.41

# 144: Remarks and Signature

Remarks

Date of Notice

03/15/2024

#### ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

Melissa Klafter

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)