Form 144 Filer Information

FORM 144

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

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?	● LIVE ◎ TEST
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 Securities are To Be Sold	BBAI Ultimate Holdings, LLC
the securities are to be sold but also as to a	(a) of Rule 144. Information is to be given not only as to the person for whose account all other persons included in that definition. In addition, information shall be given as to ired by paragraph (e) of Rule 144 to be aggregated with sales for the account of the
Relationship to Issuer	10% Stockholder
144: Securities Information	on
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	3953626
Aggregate Market Value	7749106.96
Number of Shares or Other Units Outstanding	250585897
Approximate Date of Sale	11/12/2024
Name the Securities Exchange	NYSE

any part of the purchase price or other consideration therefor:

Amount of Securities Acquired

Date of Payment

installment paid.

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	

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

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

3953626

12/13/2021

Name and Address of Seller	BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PARKWAY NW BOCA RATON FL 33487
Title of Securities Sold	Common
Date of Sale	10/15/2024
Amount of Securities Sold	572817
Gross Proceeds	1018916.57

144: Securities Sold During The Past 3 Months

Name and Address of Seller	BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PARKWAY NW BOCA RATON FL 33487
Title of Securities Sold	Common
Date of Sale	10/16/2024
Amount of Securities Sold	439040
Gross Proceeds	773444.04

144: Securities Sold During The Past 3 Months

Name and Address of Seller	BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PARKWAY NW BOCA RATON FL 33487
Title of Securities Sold	Common

Date of Sale	10/17/2024
Amount of Securities Sold	10075
Gross Proceeds	17632.75

144: Securities Sold During The Past 3 Months

Name and Address of Seller

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

Title of Securities Sold

Common

Date of Sale

10/18/2024

Amount of Securities Sold

389534

Gross Proceeds

688749.87

144: Securities Sold During The Past 3 Months

Name and Address of Seller

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

Title of Securities Sold

Common

Date of Sale

10/21/2024

Amount of Securities Sold

Gross Proceeds

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

Title of Securities Sold

Common

9642.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller

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

Title of Securities Sold

Common

Date of Sale

10/29/2024

Amount of Securities Sold

Gross Proceeds

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

144: Securities Sold During The Past 3 Months

Name and Address of Seller	BBAI ULTIMATE HOLDINGS, LLC 6700 BROKEN SOUND PARKWAY NW BOCA RATON FL 33487
Title of Securities Sold	Common
Date of Sale	10/30/2024
Amount of Securities Sold	16523
Gross Proceeds	28945.12

144: Securities Sold During The Past 3 Months

Name and Address of Seller

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

Title of Securities Sold

Common

Date of Sale

11/05/2024

Amount of Securities Sold

859317

144: Securities Sold During The Past 3 Months

1517614.83

Gross Proceeds

Name and Address of Seller

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

Title of Securities Sold

Common

Date of Sale

11/07/2024

Amount of Securities Sold

65047

Gross Proceeds

114359.26

144: Securities Sold During The Past 3 Months

Name and Address of Seller

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

Title of Securities Sold

Common

Date of Sale

[11/08/2024

Amount of Securities Sold

[1175196]

Gross Proceeds

2072456.97

144: Securities Sold During The Past 3 Months

Name and Address of Seller

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

Title of Securities Sold

Common

Date of Sale

11/11/2024

Amount of Securities Sold

3201746

Gross Proceeds

6114403.15

144: Remarks and Signature

Remarks	
Date of Notice	11/12/2024

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)