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?	● 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

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	2406895
Aggregate Market Value	6281995.95
Number of Shares or Other Units Outstanding	250585897
Approximate Date of Sale	12/05/2024
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	2406895
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 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

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	5500
Gross Proceeds	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	562400
Gross Proceeds	996717.34

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

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
Gross Proceeds	1517614.83

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	11/07/2024
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 92407
Title of Securities Sold	33487 Common
Date of Sale	11/11/2024
Amount of Securities Sold	3201746
Gross Proceeds	6114403.15

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	11/12/2024
Amount of Securities Sold	751880
Gross Proceeds	1382163.71

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	11/13/2024
Amount of Securities Sold	205817
Gross Proceeds	368093.21

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	11/14/2024
Amount of Securities Sold	251700
Gross Proceeds	445146.05

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	11/15/2024
Amount of Securities Sold	7600
Gross Proceeds	13374.50

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	11/18/2024
Amount of Securities Sold	388023

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	11/19/2024
Amount of Securities Sold	97785
Gross Proceeds	175977.90

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	11/20/2024
Amount of Securities Sold	795530
Gross Proceeds	1625232.79

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	11/21/2024
Amount of Securities Sold	1821619
Gross Proceeds	4027750.80

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	11/22/2024
Amount of Securities Sold	2382851
Gross Proceeds	5768472.42

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	11/25/2024
Amount of Securities Sold	2181844
Gross Proceeds	5247092.64

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	11/26/2024
Amount of Securities Sold	1075687
Gross Proceeds	2260484.16

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	11/27/2024
Amount of Securities Sold	867877
Gross Proceeds	1839612.84

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	11/29/2024
Amount of Securities Sold	1094452
Gross Proceeds	2480279.96

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	12/02/2024
Amount of Securities Sold	1039199
Gross Proceeds	2311363.55

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	12/03/2024
Amount of Securities Sold	3740941
Gross Proceeds	9444054.19

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	12/04/2024
Amount of Securities Sold	96802
Gross Proceeds	286635.66

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	12/04/2024
Amount of Securities Sold	3431356
Gross Proceeds	9164678.35

144: Remarks and Signature

Remarks	
Date of Notice	12/05/2024
Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1	05/07/2024

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.

Melissa Klafter

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