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	
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	139527	
Aggregate Market Value	337655.34	
Number of Shares or Other Units Outstanding	156815819	
Approximate Date of Sale	03/12/2024	
Name the Securities Exchange	NYSE	

any part of the purchase price or other consideration therefor:

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

139527

Date of Payment

12/13/2021

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
Title of Securities Sold	Common

Date of Sale	03/12/2024
Amount of Securities Sold	1832678
Gross Proceeds	4527370.75

144: Remarks and Signature

Remarks	
Date of Notice	03/12/2024

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)