

FORM 4

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

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * RABINOVITCH MICHAEL			2. Issuer Name and Ticker or Trading Symbol BurgerFi International, Inc. [BFI]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> Officer (give title below) _____ 10% Owner ____ Other (specify below) CFO		
(Last) C/O BURGERFI INTERNATIONAL, INC., 105	(First) U.S. HIGHWAY 1	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/13/2022					
(Street) NORTH PALM BEACH, FL 33408			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/13/2022 ⁽¹⁾⁽²⁾		M		15,000	A	⁽³⁾	126,237	D	
Common Stock	04/13/2022		F		5,502 ⁽⁴⁾	D	\$ 3.71	120,735	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	⁽³⁾	04/13/2022 ⁽¹⁾⁽²⁾		M		15,000		⁽¹⁾⁽²⁾	⁽¹⁾⁽²⁾	Common Stock	15,000	\$ 0	205,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RABINOVITCH MICHAEL C/O BURGERFI INTERNATIONAL, INC., 105 U.S. HIGHWAY 1 NORTH PALM BEACH, FL 33408			CFO	

Signatures

/s/ Stefan Schnopp, Attorney-in-Fact for Michael Rabinovitch		04/15/2022
**Signature of Reporting Person		Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- The shares are part of a grant of 130,000 restricted stock units made on July 13, 2021 under the issuer's 2020 Omnibus Equity Incentive Plan (the "Plan"). The restricted stock units shall vest and be settled in shares of common stock in four annual installments of 25,000 restricted stock units (the "2022 Portion"), 30,000 restricted stock units, 35,000 restricted stock units and 40,000 restricted stock units beginning February 26, 2022, subject to the Reporting Person's achievement of certain key performance criteria and earlier vesting due to a change of control or certain termination or resignation events. On February 26, 2022, 40% of the 2022 Portion vested based on achievement of one of the Reporting Person's key performance criteria, at which point a determination regarding satisfaction of the remaining key performance criteria with respect to the 2022 Portion had not yet been made.
- (1) (Continued from Footnote 1) On April 13, 2022, the remaining 60% of the 2022 Portion vested based on achievement of the Reporting Person's remaining key performance criteria with respect to the 2022 Portion.
 - (2) Each restricted stock unit represents a contingent right to receive one share of BurgerFi International, Inc. common stock.
 - (3) Shares disposed of represent shares withheld by the issuer to pay taxes due upon vesting of restricted stock units.

Remarks:

EXHIBIT LIST: Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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