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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person * <u>Bachmann Carl J. III</u> (Last) (First) (Middle) C/O BURGERFI INTERNATIONAL, INC. 200 WEST CYPRESS CREEK RD., SUITE 220 (Street) FORT LAUDERDALE FL 33309 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BurgerFi International, Inc. [BFI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 07/10/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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	07/10/2023 ⁽¹⁾		A		63,500	A	\$0.00	127,000	D	

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 Securities Underlying Derivative Security (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: 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	(2)	07/10/2023 ⁽³⁾		A		500,000		(3)	(3)	Common Stock	500,000	\$0.00	500,000	D	
Restricted Stock Units	(2)	07/10/2023 ⁽⁴⁾		A		500,000		(4)	(4)	Common Stock	200,000	\$0.00	1,000,000	D	

Explanation of Responses:

- On July 10, 2023, the Reporting Person was granted 63,500 shares of common stock of the issuer outside of the issuer's 2020 Omnibus Equity Incentive Plan as a material inducement to the Reporting Person's acceptance of employment with the issuer in accordance with Nasdaq Listing Rule 5635(c)(4). The shares are subject to Rule 144 of the Securities Act of 1933, as amended.
- Each restricted stock unit represents a contingent right to receive one share of BurgerFi International, Inc. common stock.
- On July 10, 2023, the Reporting Person was granted 500,000 restricted stock units outside of the issuer's 2020 Omnibus Equity Incentive Plan as a material inducement to the Reporting Person's acceptance of employment with the issuer in accordance with Nasdaq Listing Rule 5635(c)(4). The restricted stock units shall vest in five annual installments of 100,000 restricted stock units each, beginning March 29, 2024, subject to the Reporting Person remaining continuously employed by the issuer at the time of vesting and earlier vesting due to a change of control or certain termination events.
- On July 10, 2023, the Reporting Person was granted 500,000 restricted stock units outside of the issuer's 2020 Omnibus Equity Incentive Plan as a material inducement to the Reporting Person's acceptance of employment with the issuer in accordance with Nasdaq Listing Rule 5635(c)(4). The restricted stock units shall vest in five annual installments of 100,000 restricted stock units each, beginning March 29, 2024, subject to achievement of certain key performance criteria, the Reporting Person remaining continuously employed by the issuer at the time of vesting and earlier vesting due to a change of control or certain termination events.

Remarks:

/s/ Stefan Schnopp, as Attorney-in-Fact for Carl Bachmann 07/12/2023

** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.