FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Г | | | | | | | | | | |
|---|--------------------------|-----------|--|--|--|--|--|--|--|--|
| | OMB APPROVAL | | | | | | | | | |
| ı | | | | | | | | | | |
| l | OMB Number: | 3235-0287 | | | | | | | | |
| l | Estimated average burden | | | | | | | | | |
| l | hours per response | 0.5 | | | | | | | | |

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

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

| | | | | | | | . , | | | | | | | | | | | | |
|--|---|--|---------|---|--|--|------------------|--------------------|--|-----------------|---------------------|--|----------------------|---|---|--|---|--|--|
| Name and Address of Reporting Person* Anand Navin | | | | | 2. Issuer Name and Ticker or Trading Symbol SpringBig Holdings, Inc. [SBIG] | | | | | | | | neck all ap Dired | ctor | | 10% Ov | wner | | |
| (Last) (First) (Middle) 621 NW 53RD ST | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/28/2023 | | | | | | | | | helov | Officer (give title below) Chief Techi | | Other (s below) y Officer | specify | |
| SUITE 260 | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) BOCA RATON FL 33487 | | | | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) (State) (Zip) | | | | | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | | | | | |
| | | | | | | 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 - No | n-Deriva | tive S | ecur | ities | Acq | juired, | Dis | posed of | f, or | Ben | efici | ally Owi | ned | | | |
| 1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day) | | | | | Execution Date | | | oate, | 3. Transaction Code (Instr. 8) 4. Securities Acquire Disposed Of (D) (Instr. 5) | | | | 3, 4 and Secu | | icially d | 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 06/28/20 | | | | | | 2023 | | | A | | 60,000 | (1) A | | \$0 | 6 | 60,000 | | D | |
| | | Tab | le II - | Derivativ (e.g., pu | | | | | | | | | | | - | ed | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execu | 3A. Deemed Execution Date, if any (Month/Day/Year) | | ction nstr. | | | 6. Date Exerci Expiration Dat (Month/Day/Ye | | te | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and | | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4) | Own Form Direct or In (I) (Ir | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | Coo | | Code | v | (A) | (D) | Date Exercisa | Expiration Date | Title | or Num of | ount nber res | | | | | | | | |

Explanation of Responses:

1. These shares represent restricted stock units and will be settled in common stock upon vesting, which will occur one-third per year beginning on the first anniversary of the date of grant.

Remarks:

/s/ Paul Sykes, as Attorney-in-Fact 06/28/2023

** 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.