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

# SCHEDULE 13G

(Amendment No. 1)\* Under the Securities Exchange Act of 1934

	SpringBig Holdings, Inc.
	(Name of Issuer)
	Class A Ordinary Shares, par value \$0.0001 per share
	(Titles of Class of Securities)
	85021Q108
	(CUSIP Number)
	December 31, 2022
	(Date of Event Which Requires Filing of this Statement)
Ch	eck the appropriate box to designate the rule pursuant to which this Schedule is filed:
	Rule 13d-1(b)
$\boxtimes$	Rule 13d-1(c)
	Rule 13d-1(d)
*	The remainder of this cover page shall be filled out of a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.
of	e information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act 1934, as amended (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act owever, see the <i>Notes</i> ).
=	

1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	Cantor Fitzger	Cantor Fitzgerald & Co.				
2	CHECK THE	APPROPR	RIATE BOX IF A MEMBER OF A GROUP			
	(a) □ (b) □					
3	SEC USE ON	LY				
4	CITIZENSHI	P OR PLAC	CE OF ORGANIZATION			
	New York					
		5	SOLE VOTING POWER			
			0			
SH	MBER OF HARES	6	SHARED VOTING POWER			
	FICIALLY WNED		464,690*			
	EACH ORTING	7	SOLE DISPOSITIVE POWER			
PE	ERSON WITH		0			
	1111	8	SHARED DISPOSITIVE POWER			
			464,690*			
9	AGGREGATI	E AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	464,690*					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT OI	F CLASS R	REPRESENTED BY AMOUNT IN ROW (9)			
	1.77%					
12	TYPE OF REPORTING PERSON					
	PN	PN				

#### FOOTNOTE:

\* Consists of 464,690 shares of common stock.

1		NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON				
	Cantor Fitzge	Cantor Fitzgerald, L.P.				
2	CHECK THE	APPROPR	RIATE BOX IF A MEMBER OF A GROUP			
	(a) □ (b) □					
3	SEC USE ON	LY				
4	CITIZENSHI	P OR PLAC	CE OF ORGANIZATION			
	Delaware					
	_	5	SOLE VOTING POWER			
			0			
SH	MBER OF HARES	6	SHARED VOTING POWER			
O	FICIALLY WNED		1,341,883*			
	ZEACH FORTING	7	SOLE DISPOSITIVE POWER			
	ERSON WITH		0			
		8	SHARED DISPOSITIVE POWER			
			1,341,883*			
9	AGGREGATI	E AMOUN'	T BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,341,883*					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT OF	F CLASS R	REPRESENTED BY AMOUNT IN ROW (9)			
	5.12%					
12	TYPE OF RE	PORTING	PERSON			
	PN	PN				

#### FOOTNOTES:

\* Consists of 1,341,883 shares of common stock.

1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON				
	CF Group Management, Inc.				
2	CHECK THE	APPROPR	RIATE BOX IF A MEMBER OF A GROUP		
	(a) □ (b) □				
3	SEC USE ON	LY			
4	CITIZENSHI	P OR PLAC	CE OF ORGANIZATION		
	New York				
	-	5	SOLE VOTING POWER		
	1		0		
	MBER OF HARES	6	SHARED VOTING POWER		
	FICIALLY WNED		1,341,883*		
	Z EACH PORTING	7	SOLE DISPOSITIVE POWER		
PE	ERSON WITH		0		
	1	8	SHARED DISPOSITIVE POWER		
			1,341,883*		
9	AGGREGATI	E AMOUN'	T BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,341,883*	1,341,883*			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □				
11	PERCENT O	F CLASS R	REPRESENTED BY AMOUNT IN ROW (9)		
	5.12%				
12	TYPE OF RE	PORTING	PERSON		
	СО	СО			

#### FOOTNOTES:

\* Consists of 1,341,883 shares of common stock.

1		NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON				
	Howard W. Lutnick					
2	CHECK THE	APPROPR	RIATE BOX IF A MEMBER OF A GROUP			
	(a) □ (b) □					
3	SEC USE ON	LY				
4	CITIZENSHI	P OR PLAC	CE OF ORGANIZATION			
	United States					
		5	SOLE VOTING POWER			
NII IN	THE OF		0			
SH	MBER OF HARES	6	SHARED VOTING POWER			
O	FICIALLY WNED		1,341,883*			
REP	Z EACH PORTING	7	SOLE DISPOSITIVE POWER			
	ERSON WITH		0			
		8	SHARED DISPOSITIVE POWER			
			1,341,883*			
9	AGGREGATI	E AMOUN'	T BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,341,883*					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT OF	F CLASS R	REPRESENTED BY AMOUNT IN ROW (9)			
	5.12%					
12	TYPE OF RE	PORTING	PERSON			
	IN					

## FOOTNOTE:

\* Consists of 1,341,883 shares of common stock.

CUSIP No. 85021Q108	SCHEDULE 13G	Page 6	of 1	1

1	NAME OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON				
	CF Principal Investments LLC				
2	CHECK THE	APPROPR	RIATE BOX IF A MEMBER OF A GROUP		
	(a) □ (b) □				
3	SEC USE ON	LY			
4	CITIZENSHI	P OR PLAC	CE OF ORGANIZATION		
	New York				
		5	SOLE VOTING POWER		
			0		
SH	MBER OF HARES	6	SHARED VOTING POWER		
	FICIALLY WNED		877,193*		
	ZEACH PORTING	7	SOLE DISPOSITIVE POWER		
	ERSON WITH		0		
	,	8	SHARED DISPOSITIVE POWER		
			877,193*		
9	AGGREGATI	E AMOUN'	T BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	877,193*	877,193*			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT OF	F CLASS R	REPRESENTED BY AMOUNT IN ROW (9)		
	3.35%				
12	TYPE OF RE	PORTING	PERSON		
	PN				

#### FOOTNOTE:

\* Consists of 877,193 shares of common stock.

CUSIP No	. 85021Q108 SCHEDULE 13G	Page 7 of 11				
Item 1(a).	Name of Issuer:					
	SpringBig Holdings, Inc.					
Item 1(b).	Address of Issuer's Principal Executive Offices:					
	621 NW 53RD ST, SUITE 260, BOCA RATON, FL, 33487					
Item 2(a).	Name of Person Filing:					
	Cantor Fitzgerald & Co., CF Principal Investments LLC, Cantor Fitzgerald, L.P., CF Group Management, Inc. and (collectively, the "Reporting Persons").	Howard W. Lutnick				
Item 2(b).	Address of Principal Business Office or, if none, Residence:					
	110 East 59th Street New York, New York 10022					
Item 2(c).	Citizenship:					
	Cantor Fitzgerald & Co. is a general partnership formed in New York. CF Principal Investments LLC is a Delaware Company. Cantor Fitzgerald, L.P. is a Delaware limited partnership, CF Group Management, Inc. is a New York corpora is a citizen of the United States of America.					
Item 2(d).	Titles of Classes of Securities:					
	Class A Ordinary Shares, par value \$0.0001 per share.					
Item 2(e).	CUSIP Number:					
	85021Q108					
Item 3.	If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a(n):					
	<ul> <li>(a) □ Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 78o).</li> <li>(b) □ Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).</li> <li>(c) □ Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).</li> </ul>					

Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company

Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).

If filing as a non-U.S. institution in accordance with §240. 13d-1(b)(1)(ii)(J), please specify the type of institution:

Employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).

Parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).

Investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).

Non-U.S. institution, in accordance with § 240.13d-1(b)(1)(ii)(J).

Group in accordance with §240.13d-1(b)(1)(ii)(K).

Act of 1940 (15 U.S.C. 80a-3).

(d)

(e) (f)

(g)

(h)

(i)

(j)

(k)

#### Item 4. Ownership

The responses to Items 5-11 of the cover pages of this Schedule 13G are incorporated herein by reference.

As of December 31, 2022, the Reporting Persons may be deemed to beneficially own an aggregate of 1,341,883 Class A Ordinary Shares, par value \$0.0001 per share ("Ordinary Shares") of SpringBig Holdings, Inc. (the "Issuer"), representing 5.12% of the Issuer's outstanding Common Stock.

The percentage of the Common Stock held by the Reporting Persons is based on 26,211,914 Ordinary Shares outstanding as of November 14, 2022 as reported in the Issuer's 10-Q filed with the Securities and Exchange Commission on November 15, 2022.

Cantor Fitzgerald & Co. ("CFCO") and CF Principal Investments LLC ("CFPI") are the record holders of the securities reported herein.

CF Group Management, Inc. ("CFGM") is the managing general partner of Cantor Fitzgerald, L.P. ("Cantor") and directly or indirectly controls the managing general partner of CF&CO and Cantor Fitzgerald Securities ("CFS"). CFS is the managing member of CFPI. Mr. Lutnick is Chairman and Chief Executive of CFGM and trustee of CFGM's sole stockholder. Cantor, indirectly, holds a majority of the ownership interests of CFS. As such, each of Cantor, CFS, CFGM and Mr. Lutnick may be deemed to have beneficial ownership of the securities directly held by CFPI, and each of Cantor, CFGM and Mr. Lutnick may be deemed to have beneficial ownership of the securities directly held by CF&CO. Each such entity or person disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest they may have therein, directly or indirectly.

#### Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following  $\Box$ .

#### Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

#### Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable.

#### Item 8. Identification and Classification of Members of the Group.

Not Applicable.

#### Item 9. Notice of Dissolution of Group.

Not Applicable.

#### Item 10. Certification.

By signing below the undersigned certifies that, to the best of his or its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2023

CANTOR FITZGERALD & CO.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: Chief Executive Officer

CF PRINCIPAL INVESTMENTS LLC

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick Title: Chief Executive Officer

CANTOR FITZGERALD, L.P.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick Title: Chief Executive Officer

CF GROUP MANAGEMENT, INC.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick Title: Chief Executive Officer

HOWARD W. LUTNICK

By: /s/ Howard W. Lutnick

Howard W. Lutnick

[Schedule 13G – SpringBig Holdings, Inc. – February 2023]

### **Exhibit Index**

Exhibit No.	Description
-------------	-------------

9.1 <u>Joint Filing Agreement, dated as of February 14, 2023, by and among the Reporting Persons</u>

#### JOINT FILING AGREEMENT

Each of the undersigned hereby acknowledges and agrees, in compliance with the provisions of Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, that the Schedule 13G to which this Agreement is attached as an Exhibit, and any amendments thereto, will be filed with the Securities and Exchange Commission jointly on behalf of the undersigned. This Agreement may be executed in one or more counterparts.

Date: February 14, 2023

#### **CANTOR FITZGERALD SECURITIES**

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: Chief Executive Officer

#### CF PRINCIPAL INVESTMENTS LLC

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: Chief Executive Officer

#### CANTOR FITZGERALD & CO.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick Title: Chief Executive Officer

#### CANTOR FITZGERALD, L.P.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: Chief Executive Officer

#### CF GROUP MANAGEMENT, INC.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick Title: Chief Executive Officer

#### HOWARD W. LUTNICK

By: /s/ Howard W. Lutnick

Howard W. Lutnick.

[Schedule 13G – SpringBig Holdings, Inc. – February 2023]