FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden

Estimated average burden hours per response: 0.5

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

| 1. Name and Addres | ss of Reporting Person* 1 <u>ai</u> | | 2. Issuer Name and Ticker or Trading Symbol <u>EzFill Holdings Inc</u> [EZFL] | | tionship of Reporting Pers all applicable) Director | on(s) to Issuer 10% Owner | | |
|-------------------------|--|----------|--|---|---|---|--|--|
| (Last) C/O EZFILL HO | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/19/2023 | x | Officer (give title below) Chief Technolo | Other (specify below) | | |
| 2999 NE 191ST STREET | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) | FL | 33180 | | X | Form filed by One Report Form filed by More than | orting Person n One Reporting Person | | |
| | TL | | Rule 10b5-1(c) Transaction Indication | | | | | |
| (City) | (State) | (Zip) | Check this box to indicate that a transaction was made pursuant to a contra affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | act, instruc | tion or written plan that is inte | ended to satisfy the | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership | |
|---------------------------------|--|-----|-----------------------------|---|--|---------------|-------------------|--|---|-------------------------|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Restricted Stock Units | 04/19/2023 | (1) | Α | | 2,600,000 ⁽¹⁾ | Α | \$ <mark>0</mark> | 2,600,000 | 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. Transac Code (Ir 8) | | 5. Num Derivat Securit Acquire or Disp (D) (Ins and 5) | ive ies ed (A) iosed of | 6. Date Exerc Expiration Da (Month/Day/Y | ate | 7. Title and A Securities U Derivative Se (Instr. 3 and | nderlying ecurity | 8. Price of Derivative Security (Instr. 5) | derivative Securities Beneficially Owned Following Reported | Ownership Form: | t (Instr. 4) |
|--|---|--|---|---------------------------------|---|--|----------------------------------|--|--------------------|--|-------------------------------------|---|--|--------------------|--------------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |

Explanation of Responses:

1. The restricted stock units were granted on April 19, 2023 pursuant to Mr. Vaknin's employment agreement with the Company, which was filed on April 25, 2023 in the Company's Current Report on Form 8-K in conjunction with his appointment as the Company's Chief Technology Officer. Pursuant to his employment agreement, in lieu of a cash salary, Mr. Vaknin will be entitled to Performance Based Restricted Stock Units ("PBRS"). The amount of PBRS issued to Mr. Vaknin will be up to 2,600,000 shares of the Company's restricted common stock, which issuance is subject to the availability of such shares under the EzFill Holdings, Inc. 2023 Equity Incentive Plan. Vesting of the PBRS will be based on achievement of the performance indicators") identified in Schedule I of the employment agreement.

| /s/ Avishai | Vaknin | | |
|-----------------|-----------|------------|---|
| ** Signature of | of Report | ing Persor | 1 |

05/04/2023 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.