

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden hours per response: 0.5

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* FARKAS MICHAEL D
2. Issuer Name and Ticker or Trading Symbol EzFill Holdings Inc [EZFL]
3. Date of Earliest Transaction (Month/Day/Year) 08/16/2024
4. If Amendment, Date of Original Filed (Month/Day/Year) 08/20/2024
5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner
6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person

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

Table with 7 columns: 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 Beneficial Ownership (Instr. 4). Row 1: Common Stock, par value \$0.0001 per share, 08/16/2024, J(1), 3,525,341, A(1), \$2.78(1), 4,065,968(1)(2)(3), I, NextNRG Holding Corp.(2)

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

Table with 11 columns: 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). Row 1: Series B Convertible Preferred Stock, \$1.932, 08/16/2024, P, 140,000, (4), (4), Common Stock, 724,638(5), \$10, 140,000, I, NextNRG Holding Corp.(2)

Explanation of Responses:

- 1. On August 16, 2024, NextNRG Holding Corp. ("NextNRG") exchanged promissory notes previously issued by the Issuer to NextNRG in the aggregate principal amount of \$9,800,449 for 3,525,341 shares of the Issuer's common stock pursuant to an Exchange Agreement entered into between NextNRG and the Issuer dated August 16, 2024.
2. NextNRG is an entity controlled by the reporting person, and the reported securities may be deemed to be indirectly beneficially owned by the reporting person. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that such person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
3. The Form 4 filed by the Reporting Person on August 20, 2024 is hereby amended to reflect a change in the number of shares of the Issuer's common stock held by the Reporting Person prior to August 20, 2024 from 1,351,567 to 540,627 as a result of a 1 for 2.5 reverse stock split effective as of July 25, 2024.
4. Shares are convertible following approval of the Issuer's stockholders of the issuance of the common stock issuable upon conversion of the preferred stock and the approval of Nasdaq or other securities exchange where the common stock is listed for public trading.
5. The number of shares is subject to proportional adjustment in the event of a stock split, stock dividend, stock combination, recapitalization or other similar transaction.

/s/ Michael D. Farkas 08/29/2024
** 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.