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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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 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 * <u>ABDO JOHN E</u> _____ (Last) (First) (Middle) 201 EAST LAS OLAS BOULEVARD SUITE 1900 _____ (Street) FORT LAUDERDALE FL 33301 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BBX Capital, Inc. [ BBXIA/B ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>Vice Chairman</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			
Class A Common Stock, par value \$0.01 per share	10/01/2023		F		20,844 <sup>(1)</sup>	D	\$7.2 <sup>(2)</sup>	52,483 <sup>(3)</sup>	D	
Class A Common Stock, par value \$0.01 per share								1,138,666 <sup>(3)</sup>	I	By John E. Abdo Trust Agreement dated 3/15/76, John E. Abdo, Trustee
Class B Common Stock, par value \$0.01 per share								1,495,311 <sup>(3)</sup>	I	By John E. Abdo Trust Agreement dated 3/15/76, John E. Abdo, Trustee
Class A Common Stock, par value \$0.01 per share								10,742 <sup>(3)</sup>	I	By IRA

**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					

**Explanation of Responses:**

- Represents shares surrendered to the issuer to satisfy the issuer's tax withholding obligation relating to the vesting on the transaction date of certain restricted stock awards previously granted to the reporting person. These shares have been cancelled and retired by the issuer.
- Represents the closing price of the issuer's Class A Common Stock on September 29, 2023, the last day of trading prior to the transaction date.
- Shares of the issuer's Class B Common Stock are convertible on a share-for-share basis into the issuer's Class A Common Stock at any time in the holder's discretion.

/s/ Jarett Levan, Chief Executive Officer and President, BBX Capital Inc., Attorney-in-Fact for John E. Abdo

10/02/2023

\*\* Signature of Reporting Person

Date

\* 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.**