

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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>CP BF Lending, LLC</u>  (Last) (First) (Middle) 1910 FAIRVIEW AVE E SUITE 300  (Street) SEATTLE WA 98102  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Banzai International, Inc. [ BNZI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/05/2026	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**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	06/05/2026		C		30,705	A	\$5.6953 <sup>(1)</sup>	30,709 <sup>(2)(3)</sup>	D	
Class A Common Stock	06/05/2026		S		30,705	D	\$5.995 <sup>(1)</sup>	4 <sup>(2)(3)</sup>	D	
Class A Common Stock	06/05/2026		C		5,079	A	\$4.3833 <sup>(1)</sup>	5,083 <sup>(2)(3)</sup>	D	
Class A Common Stock	06/05/2026		S		5,079	D	\$4.614 <sup>(1)</sup>	4 <sup>(2)(3)</sup>	D	
Class A Common Stock	06/05/2026		C		76,042	A	\$4.9295 <sup>(1)</sup>	76,046 <sup>(2)(3)</sup>	D	
Class A Common Stock	06/05/2026		S		76,042	D	\$5.1889 <sup>(1)</sup>	4 <sup>(2)(3)</sup>	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. 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						Title
Convertible Note	\$5.6953 <sup>(2)</sup>	06/05/2026		C		30,705		10/10/2024	02/19/2027 <sup>(3)</sup>	Class A Common Stock	30,705	\$0	1,160,830 <sup>(1)(2)</sup>	D	
Convertible Note	\$4.3833 <sup>(2)</sup>	06/05/2026		C		5,079		10/10/2024	02/19/2027 <sup>(3)</sup>	Class A Common Stock	5,079	\$0	1,155,751 <sup>(1)(2)</sup>	D	
Convertible Note	\$4.9295 <sup>(2)</sup>	06/05/2026		C		76,042		10/10/2024	02/19/2027 <sup>(3)</sup>	Class A Common Stock	76,042	\$0	1,079,709 <sup>(1)(2)</sup>	D	

**Explanation of Responses:**

- The conversion price was proportionately adjusted to reflect the Reverse Split effective at the close of business on May 8, 2026, resulting in proportionate adjustments to the number of shares beneficially owned by the Reporting Person. Accordingly, the securities reported herein have been adjusted to reflect the Reverse Split. As of May 14, 2026, there was an aggregate of \$5,361,910 outstanding under the convertible note.
- On May 15, 2026, the Issuer and the Reporting Person agreed to amend the convertible note to, among other things, reduce the floor price applicable to the conversion price under the convertible note from \$50.00 (as adjusted for the Reverse Split) to \$4.50 (on a post-Reverse Split basis). The conversion price remains equal to 95% of the price of the Class A common stock on the trading day immediately preceding delivery of any conversion notice, subject to the floor price, as amended.
- The maturity date of the convertible note will be February 19, 2027 or, if earlier, the date on which the consolidated convertible loan becomes due and payable pursuant to the terms of the convertible note or any other loan document.

CP BF Lending, LLC, By  
/s/Alan Spragins, Authorized 06/09/2026  
Signatory

\*\* 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.