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

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**SCHEDULE 13D**

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

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**Bridge Investment Group Holdings Inc.**  
(Name of Issuer)

**Class A Common Stock**  
(Title of Class of Securities)

**10806B100**  
(CUSIP Number)

**Robert R. Morse**  
**111 E. Sege Lily Drive, Suite 400,**  
**Salt Lake City, Utah 84070**  
**(801) 716-4500**  
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**July 20, 2021**  
(Date of Event Which Requires Filing of This Statement)

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box.

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*Note:* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

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\* The remainder of this cover page shall be filled out for 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.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	Names of Reporting Persons <b>Bridge Founders Group, LLC</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or Place of Organization <b>Delaware</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	7	Sole Voting Power <b>20,550,887</b>
	8	Shared Voting Power <b>0</b>
	9	Sole Dispositive Power <b>20,550,887</b>
	10	Shared Dispositive Power <b>0</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>20,550,887</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11) <b>46.2%</b>	
14	Type of Reporting Person <b>OO (Limited Liability Company)</b>	

1	Names of Reporting Persons <b>Robert Randolph Morse</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or Place of Organization <b>United States</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	7	Sole Voting Power <b>585,428</b>
	8	Shared Voting Power <b>29,282,283</b>
	9	Sole Dispositive Power <b>585,428</b>
	10	Shared Dispositive Power <b>29,282,283</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>29,867,711</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11) <b>56.1%</b>	
14	Type of Reporting Person <b>IN</b>	

1	Names of Reporting Persons <b>FLM Holdings, LLC</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or Place of Organization <b>Delaware</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	7	Sole Voting Power <b>27,870,157</b>
	8	Shared Voting Power <b>0</b>
	9	Sole Dispositive Power <b>27,870,157</b>
	10	Shared Dispositive Power <b>0</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>27,870,157</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11) <b>53.8%</b>	
14	Type of Reporting Person <b>OO (Limited Liability Company)</b>	

1	Names of Reporting Persons  <b>FLM Management LLC</b>	
2	Check the Appropriate Box if a Member of a Group  (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions)  <b>OO</b>	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)  <input type="checkbox"/>	
6	Citizenship or Place of Organization  <b>Delaware</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	7	Sole Voting Power  <b>1,412,126</b>
	8	Shared Voting Power  <b>0</b>
	9	Sole Dispositive Power  <b>1,412,126</b>
	10	Shared Dispositive Power  <b>0</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person  <b>1,412,126</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11)  <b>5.6%</b>	
14	Type of Reporting Person  <b>OO (Limited Liability Company)</b>	

1	Names of Reporting Persons <b>Jonathan Slager</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or Place of Organization <b>United States</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	7	Sole Voting Power <b>186,372</b>
	8	Shared Voting Power <b>14,398,374</b>
	9	Sole Dispositive Power <b>186,372</b>
	10	Shared Dispositive Power <b>4,951,526</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>14,584,746</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11) <b>50.5%</b>	
14	Type of Reporting Person <b>IN</b>	

1	Names of Reporting Persons <b>SF Intentional Irrevocable Trust dated December 30, 2019</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) <b>OO</b>	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or Place of Organization <b>Delaware</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	7	Sole Voting Power <b>2,374,838</b>
	8	Shared Voting Power <b>12,023,536</b>
	9	Sole Dispositive Power <b>2,374,838</b>
	10	Shared Dispositive Power <b>0</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>14,398,374</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11) <b>54.7%</b>	
14	Type of Reporting Person <b>OO</b>	

1	Names of Reporting Persons  <b>J.P. Slager, LLC</b>	
2	Check the Appropriate Box if a Member of a Group  (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions)  <b>OO</b>	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)  <input type="checkbox"/>	
6	Citizenship or Place of Organization  <b>Delaware</b>	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	Sole Voting Power  <b>2,256,198</b>
	8	Shared Voting Power  <b>0</b>
	9	Sole Dispositive Power  <b>2,256,198</b>
	10	Shared Dispositive Power  <b>0</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person  <b>2,256,198</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11)  <b>8.6%</b>	
14	Type of Reporting Person  <b>OO</b>	



<b>1</b>	Names of Reporting Persons <b>Adam O'Farrell</b>	
<b>2</b>	Check the Appropriate Box if a Member of a Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	SEC Use Only	
<b>4</b>	Source of Funds (See Instructions) <b>OO</b>	
<b>5</b>	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
<b>6</b>	Citizenship or Place of Organization <b>United States</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	<b>7</b>	Sole Voting Power <b>109,631</b>
	<b>8</b>	Shared Voting Power <b>10,826,640</b>
	<b>9</b>	Sole Dispositive Power <b>109,631</b>
	<b>10</b>	Shared Dispositive Power <b>2,288,345</b>
<b>11</b>	Aggregate Amount Beneficially Owned by Each Reporting Person <b>10,936,271</b>	
<b>12</b>	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
<b>13</b>	Percent of Class Represented by Amount in Row (11) <b>41.7%</b>	
<b>14</b>	Type of Reporting Person <b>IN</b>	

1	Names of Reporting Persons  <b>Adam B. O'Farrell and Tracy K. O'Farrell Trust dtd May 9, 2019</b>	
2	Check the Appropriate Box if a Member of a Group  (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions)  <b>OO</b>	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)  <input type="checkbox"/>	
6	Citizenship or Place of Organization  <b>Delaware</b>	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</b>	<b>7</b>	Sole Voting Power  <b>1,527,095</b>
	<b>8</b>	Shared Voting Power  <b>9,299,245</b>
	<b>9</b>	Sole Dispositive Power  <b>1,527,095</b>
	<b>10</b>	Shared Dispositive Power  <b>0</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person  <b>10,826,340</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11)  <b>42.5%</b>	
14	Type of Reporting Person  <b>OO</b>	

**Item 1. Security and Issuer.**

This statement on Schedule 13D (the “Schedule 13D”) relates to the shares of Class A Common Stock, par value \$0.01 per share (the “Class A Common Stock”), of Bridge Investment Group Holdings Inc., a Delaware corporation (the “Issuer”), whose principal executive office is located at 111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070.

**Item 2. Identity and Background.**

The Schedule 13D is being filed by the following entities (each a “Reporting Person” and collectively, the “Reporting Persons”):

Bridge Founders Group, LLC, a Utah limited liability company

Robert Randolph Morse

FLM Holdings, LLC, a Delaware limited liability company

FLM Management LLC, a Delaware limited liability company

Jonathan Slager

SF Intentional Irrevocable Trust dated December 30, 2019 (the “SF Intentional Irrevocable Trust”)

J.P. Slager, LLC, a Utah limited liability company

Adam O’Farrell

Adam B. O’Farrell and Tracy K. O’Farrell Trust dtd May 9, 2019 (the “O’Farrell Trust”)

Messrs. Morse, Slager and O’Farrell are citizens of the United States. Mr. Morse’s principal occupation is Executive Chairman of the Issuer. Mr. Slager’s principal occupation is director and Chief Executive Officer of the Issuer. Mr. O’Farrell’s principal occupation is director and Chief Operating Officer of the Issuer. The other Reporting Persons are principally engaged in the business of managing their investments in the securities of the Issuer.

Information with respect to the managing members of Bridge Founders Group, LLC, FLM Holdings, LLC, FLM Management LLC and J.P. Slager LLC (collectively, the “Related Persons”), including the name, business address, present principal occupation or employment and citizenship of each of the Related Persons is listed on the attached Schedule A, which is incorporated herein by reference.

The principal business address for Messrs. Morse, Slager and O’Farrell, Bridge Founders Group, LLC, FLM Holdings, LLC, FLM Management LLC, the SF Intentional Irrevocable Trust, J.P. Slager, LLC and the O’Farrell Trust is c/o Bridge Investment Group Holdings Inc., 111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070.

By virtue of the agreements made pursuant to the Stockholders Agreement (as defined below), Messrs. Morse, Slager and O’Farrell, Bridge Founders Group, LLC, FLM Holdings, LLC, FLM Management LLC, the SF Intentional Irrevocable Trust, J.P. Slager, LLC and the O’Farrell Trust may be deemed to constitute a group for purposes of Rule 13d-3 under the Securities and Exchange Act of 1934, as amended (the “Exchange Act”). For a description of the relationship between these Reporting Persons, see Item 4 below.

During the last five years, none of the Reporting Persons nor any Related Persons (i) has been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

**Item 3. Source and Amount of Funds or Other Consideration.**

*IPO Reorganization*

On July 16, 2021, in connection with the Issuer's initial public offering (the "IPO"), the Issuer engaged in a series of restructuring transactions (the "Restructuring Transactions") as a result of which (i) existing equity interests in Bridge Investment Group Holdings LLC ("Operating Company") were reclassified into two classes of units: Class A Units (which are entitled to a pro rata share of the economics of the Operating Company) and Class B Units (which are entitled to one vote, and have no economic entitlement). The reclassification provides for a right of redemption of Class A Units (subject in certain circumstances to time-based vesting requirements and certain other restrictions) in exchange for, at the Issuer's election (determined solely by its independent directors (within the meaning of the NYSE rules), who are disinterested), shares of the Issuer's Class A Common Stock or cash; and (ii) a one-to-one ratio will be maintained between the number of shares of Class A Common Stock and Class B Common Stock and the number of Class A Units.

As a result of the Restructuring Transactions, Bridge Founders Group, LLC acquired 24,740,296 Class A Units, FLM Holdings, LLC acquired 28,873,403 Class A Units, SF Intentional Irrevocable Trust acquired 2,632,075 Class A Units, J.P. Slager, LLC acquired 2,500,584 Class A Units and O'Farrell Trust acquired 1,726,055 Class A Units in exchange for their equity interests in the Operating Company. Following a redemption by the Issuer, Bridge Founders Group, LLC, FLM Holdings, LLC, SF Intentional Irrevocable Trust, J.P. Slager, LLC and O'Farrell Trust disposed of 4,189,409, 1,003,246, 257,237, 244,386 and 198,960 Class A Units, respectively.

**Item 4. Purpose of Transaction.**

*Stockholders Agreement*

Pursuant to a stockholders agreement, dated July 16, 2021, by and among the Issuer, the Reporting Persons and certain other stockholders included therein (the "Stockholders Agreement"), each of the Reporting Persons will have the right to designate (i) that number of individuals, which, assuming all such individuals are successfully elected as directors, when taken together with any incumbent Original Member Directors (as defined below) not standing for election in such election, would result in there being four directors (the "Original Member Directors") and (ii) that number of individuals who satisfy the independence requirements specified in the stockholders agreement, which, assuming all such individuals are successfully elected as directors, when taken together with any incumbent Original Member Designated Independent Directors (as defined below) not standing for election in such election, would result in there being three directors (the "Original Member Designated Independent Directors"). Each

of the Reporting Persons also agrees to vote, or cause to be voted, all of their outstanding shares of Class A Common Stock and/or Class B Common Stock held such parties, or by which such parties possess voting power (including pursuant to the irrevocable proxy described below), at any annual or special meeting of stockholders in which directors are elected, so as to cause the election of the Original Member Directors and the Original Member Designated Independent Directors.

Certain of the parties to the Stockholders Agreement have granted to either SF Intentional Irrevocable Trust and O'Farrell Trust an irrevocable proxy to vote such stockholders' shares of Class A Common Stock and/or Class B Common Stock with respect to the election and removal of directors. The irrevocable proxy granted will terminate upon the termination of the Stockholders Agreement.

Pursuant to the Stockholders Agreement, the Issuer has agreed to take all commercially reasonable actions to cause (i) the Issuer's board of directors (the "Board") to be comprised of at least seven directors or such other number of directors as the Board may determine; (ii) the individuals designated in accordance with the terms of the Stockholders Agreement to be included in the slate of nominees to be elected to the Board at the next annual or special meeting of stockholders at which directors are to be elected and at each annual meeting of stockholders thereafter at which a director's term expires; and (iii) the individuals designated in accordance with the terms of the Stockholders Agreement to fill the applicable vacancies on the Board.

#### *Registration Rights Agreement*

In connection with the IPO, the Issuer entered into a registration rights agreement, dated July 16, 2021 (the "Registration Rights Agreement"), with the Reporting Persons and certain other identified investors, pursuant to which the Issuer granted shelf registration rights, piggyback registration rights and demand registration rights to such stockholders, for the resale under the Securities Act of 1933, as amended, of the Common Stock held by them, subject to certain conditions set forth therein. Pursuant to the Registration Rights Agreement, the Reporting Persons have also agreed not to transfer any securities of the Issuer for a period of 180 days following the consummation of the IPO and the expiration or waiver of any related lock-up period.

The foregoing descriptions of the Stockholders Agreement and the Registration Rights Agreement do not purport to be complete and are qualified in their entirety by reference to the full text of such agreements, each of which is attached as an exhibit to this Schedule 13D and is incorporated herein by reference.

#### *General*

The Reporting Persons acquired the securities described in this Schedule 13D for investment purposes and intend to review their investments in the Issuer on a continuing basis. Any actions the Reporting Persons might undertake may be made at any time and from time to time without prior notice and will be dependent upon the Reporting Persons' review of numerous factors, including, but not limited to: an ongoing evaluation of the Issuer's business, financial condition, operations and prospects; price levels of the Issuer's securities; general market, industry and economic conditions; the relative attractiveness of alternative business and investment opportunities; and other future developments.

The Reporting Persons, subject to certain provisions of the law, may acquire additional securities of the Issuer, or retain or sell all or a portion of the securities then held, in the open market or in privately negotiated transactions. In addition, the Reporting Persons, including Messrs. Morse, Slager and O'Farrell in their capacities as officers and directors of the Issuer, may engage in discussions with management, the Board, and stockholders of the Issuer and other relevant parties or encourage, cause or seek to cause the Issuer or such persons to consider or explore extraordinary corporate transactions, such as: a merger, reorganization or take-private transaction that could result in the de-listing or de-registration of the Class A Common Stock; sales or acquisitions of assets or businesses; changes to the capitalization or dividend policy of the Issuer; or other material changes to the Issuer's business or corporate structure, including changes in management or the composition of the Board.

Other than as described above, the Reporting Persons do not currently have any plans or proposals that relate to, or would result in, any of the matters listed in Items 4(a)–(j) of Schedule 13D, although, depending on the factors discussed herein, the Reporting Persons may change their purpose or formulate different plans or proposals with respect thereto at any time.

**Item 5. Interest in Securities of the Issuer.**

(a) – (b)

The following sets forth, as of the date of this Schedule 13D, the aggregate number of shares of Class A Common Stock and percentage of Class A Common Stock beneficially owned by each of the Reporting Persons, as well as the number of shares of Class A Common Stock as to which each Reporting Person has the sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition of, or shared power to dispose or to direct the disposition of, as of the date hereof, based on 23,946,804 shares of Class A Common Stock outstanding following the consummation of the IPO:

<b>Reporting Person</b>	<b>Amount beneficially owned</b>	<b>Percent of class</b>	<b>Sole power to vote or to direct the vote</b>	<b>Shared power to vote or to direct the vote</b>	<b>Sole power to dispose or to direct the disposition</b>	<b>Shared power to dispose or to direct the disposition</b>
Bridge Founders Group, LLC	20,550,887	46.2%	20,550,887	0	20,550,887	0
Robert Randolph Morse	29,867,711	56.1%	585,428	29,282,283	585,428	29,282,283
FLM Holdings, LLC	27,870,157	53.8%	27,870,157	0	27,870,157	0
FLM Management LLC	1,412,126	5.6%	1,412,126	0	1,412,126	0
Jonathan Slager	14,584,746	50.5%	186,372	14,398,374	186,372	4,951,526
SF Intentional Irrevocable Trust dated December 30, 2019	14,398,374	54.7%	2,374,838	12,023,536	2,374,838	0
J.P. Slager, LLC	2,256,198	8.6%	2,256,198	0	2,256,198	0
Adam O'Farrell	10,936,271	41.7%	109,631	10,826,640	109,631	2,288,345
Adam B. O'Farrell and Tracy K. O'Farrell Trust dtd May 9, 2019	10,826,340	42.5%	1,527,095	9,299,245	1,527,095	0

Bridge Founders Group, LLC is the record holder of 20,550,887 Class A Units.

Mr. Morse is (i) the record holder of 585,428 shares of Class A Common Stock; (ii) the manager of FLM Holdings, LLC, which is the record holder of 27,870,157 Class A Units; and (iii) the manager of FLM Management LLC, which is the trustee of various family trusts that are the record holders of an aggregate of 1,412,126 Class A Units. As a result, Mr. Morse may be deemed to share beneficial ownership of the securities held of record by FLM Holdings, LLC and the various family trusts.

Mr. Slager is (i) the record holder of 186,372 shares of Class A Common Stock; (ii) the grantor of the SF Intentional Irrevocable Trust, which is the record holder of 2,374,838 Class A Units; (iii) the manager of J.P. Slager, LLC, which is the record holder of 2,256,198 Class A Units; and (iv) the manager of The Christmas, LLC, which is the general partner of the Slager Family Limited Partnership which is the record holder of 320,490 Class A Units. As a result, Mr. Slager may be deemed to share beneficial ownership of the securities held of record by the SF Intentional Irrevocable Trust, J.P. Slager, LLC and the Slager Family Limited Partnership. In addition, certain parties to the Stockholders Agreement have granted an irrevocable proxy to the SF Intentional Irrevocable Trust to vote 12,023,536 shares of Class A Common stock. As a result, Mr. Slager may be deemed share beneficial ownership of the securities subject to the irrevocable proxy.

Mr. O'Farrell is (i) the record holder of 109,631 shares of Class A Common Stock and may be deemed to share beneficial ownership of (a) 300 shares of Class A Common Stock held of record by his daughter and (b) 760,950 Class A Units held of record by the O'Farrell Irrevocable Trust, of which Mr. O'Farrell is trustee; and (ii) the trustee of the O'Farrell Trust, which is the record holder of 1,527,095 Class A Units. As a result, Mr. O'Farrell may be deemed to share beneficial ownership of the securities held of record by his daughter, the O'Farrell Trust and the O'Farrell Irrevocable Trust. In addition, certain parties to the Stockholders Agreement have granted an irrevocable proxy to the O'Farrell Trust to vote 9,299,245 shares of Class A Common stock. As a result, Mr. O'Farrell may be deemed share beneficial ownership of the securities subject to the irrevocable proxy.

Each Class A Unit may be redeemed at any time for shares of Class A Common Stock on a 1-to-1 basis. As such, each of the individuals and entities noted above may be deemed to beneficially own the shares of Class A Common Stock issuable upon redemption of the Class A Units.

- (c) On July 20, 2021, Bridge Founders Group, LLC, FLM Holdings, LLC, SF Intentional Irrevocable Trust, J.P. Slager, LLC and O'Farrell Trust disposed of 4,189,409, 1,003,246, 257,237, 244,386 and 198,960 Class A Units, respectively, pursuant to a redemption by the Issuer.

Also on July 20, 2021, (i) Messrs. Morse, Slager and O'Farrell received from the Issuer an award of 585,428, 186,372 and 109,631 restricted shares of Class A Common Stock, respectively; and (ii) Mr. O'Farrell's daughter purchased 300 shares of Class A Common Stock for a purchase price of \$16.00 per share.

- (d) None.
- (e) Not applicable.

**Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.**

Item 4 above summarizes certain provisions of the Stockholders Agreement and the Registration Rights Agreement and is incorporated herein by reference. A copy of each of these agreements is attached as an exhibit to this Schedule 13D, and is incorporated herein by reference.

Except as set forth herein, the Reporting Person does not have any contracts, arrangements, understandings or relationships (legal or otherwise) with any person with respect to any securities of the Issuer, including but not limited to any contracts, arrangements, understandings or relationships concerning the transfer or voting of such securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or losses, or the giving or withholding of proxies.



**Item 7. Materials to be Filed as Exhibits**

<b>Exhibit Number</b>	<b>Description</b>
1	<a href="#"><u>Joint Filing Agreement.</u></a>
2	<a href="#"><u>Stockholders Agreement, dated July 16, 2021, by and among Bridge Investment Group Holdings Inc. and the persons and entities listed on the schedules attached thereto (incorporated by reference to Exhibit 10.3 to the Issuer's Current Report on Form 8-K filed with the SEC on July 20, 2021).</u></a>
3	<a href="#"><u>Registration Rights Agreement, dated July 16, 2021, by and among Bridge Investment Group Holdings Inc. and each other person identified on the schedule of holders attached thereto (incorporated by reference to Exhibit 10.2 to the Issuer's Current Report on Form 8-K filed with the SEC on July 20, 2021).</u></a>

**SIGNATURES**

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

**Date:** July 30, 2021

**Bridge Founders Group, LLC**

By: /s/ Dean A. Allara

Name: Dean A. Allara

Title: Manager

/s/ Robert Randolph Morse

Name: Robert Randolph Morse

**FLM Holdings, LLC**

By: /s/ Robert Randolph Morse

Name: Robert Randolph Morse

Title: Manager

**FLM Management LLC**

By: /s/ Robert Randolph Morse

Name: Robert Randolph Morse

Title: Manager

/s/ Jonathan Slager

Name: Jonathan Slager

**SF Intentional Irrevocable Trust dated  
December 30, 2019**

By: /s/ Jonathan Slager

Name: Jonathan Slager

Title: Trustee

**J.P. Slager, LLC**

By: /s/ Jonathan Slager

Name: Jonathan Slager

Title: Manager

/s/ Adam O'Farrell

Name: Adam O'Farrell

**Adam B. O'Farrell and Tracy K. O'Farrell Trust dtd  
May 9, 2019**

By: /s/ Adam O'Farrell

Name: Adam O'Farrell

Title: Trustee

**SCHEDULE A**

The name, present principal occupation or employment, business address and citizenship of each of the executive officers and managing members of Bridge Founders Group, LLC, FLM Holdings, LLC, FLM Management LLC and J.P. Slager, LLC are set forth below.

**Bridge Founders Group, LLC**

<b>Name</b>	<b>Present Principal Occupation or Employment</b>	<b>Principal Business Address</b>	<b>Citizenship</b>
Dean Allara	Management Committee Member, Bridge Founders Group, LLC	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA
Christian Young	Management Committee Member, Bridge Founders Group, LLC	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA
Danuel Stanger	Management Committee Member, Bridge Founders Group, LLC	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA
Russell Minnick	Management Committee Member, Bridge Founders Group, LLC	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA
Branson Hamilton	Management Committee Member, Bridge Founders Group, LLC	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA
Thomas Ralphs	Management Committee Member, Bridge Founders Group, LLC	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA

**FLM Holdings, LLC**

<b>Name</b>	<b>Present Principal Occupation or Employment</b>	<b>Principal Business Address</b>	<b>Citizenship</b>
Robert Morse	Executive Chairman, Bridge Investment Group Holdings Inc.	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA

**FLM Management LLC**

<b>Name</b>	<b>Present Principal Occupation or Employment</b>	<b>Principal Business Address</b>	<b>Citizenship</b>
Robert Morse	Executive Chairman, Bridge Investment Group Holdings Inc.	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA

**J.P. Slager, LLC**

<b>Name</b>	<b>Present Principal Occupation or Employment</b>	<b>Principal Business Address</b>	<b>Citizenship</b>
Jonathan Slager	Chief Executive Officer, Bridge Investment Group Holdings Inc.	111 East Segoe Lily Drive, Suite 400, Salt Lake City, Utah 84070	USA

**JOINT FILING AGREEMENT**

The undersigned hereby agree that they are filing this statement jointly pursuant to Rule 13d-1(k)(1). Each of them is responsible for the timely filing of such Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of such a statement on Schedule 13D with respect to the Class A common stock of Bridge Investment Group Holdings Inc. beneficially owned by each of them. This Joint Filing Agreement shall be included as an exhibit to such Schedule 13D.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of the 30<sup>th</sup> day of July, 2021.

**Bridge Founders Group, LLC**

By: /s/ Dean A. Allara  
Name: Dean A. Allara  
Title: Manager

/s/ Robert Randolph Morse  
Name: Robert Randolph Morse

**FLM Holdings, LLC**

By: /s/ Robert Randolph Morse  
Name: Robert Randolph Morse  
Title: Manager

**FLM Management LLC**

By: /s/ Robert Randolph Morse  
Name: Robert Randolph Morse  
Title: Manager

/s/ Jonathan Slager  
Name: Jonathan Slager

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**SF Intentional Irrevocable Trust dated  
December 30, 2019**

By: /s/ Jonathan Slager  
Name: Jonathan Slager  
Title: Trustee

**J.P. Slager, LLC**

By: /s/ Jonathan Slager  
Name: Jonathan Slager  
Title: Manager

/s/ Adam O'Farrell  
Name: Adam O'Farrell

**Adam B. O'Farrell and Tracy K. O'Farrell Trust dtd  
May 9, 2019**

By: /s/ Adam O'Farrell  
Name: Adam O'Farrell  
Title: Trustee