FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

APPROVAL

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

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

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

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.		
Name and Address of Reporting Person* Hymowitz Gregg	2. Issuer Name and Ticker or Trading Symbol FLYEXCLUSIVE INC. [FLYX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/27/2023	Officer (give title Other (specify below) below)
375 PARK AVENUE, 24TH FLOOR	4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person
(Street)		X Form filed by More than One Reporting Person
NEW YORK NY 10152		l and the state of
(City) (State) (Zip)		

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. Transac Code (Ir 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	12/27/2023		J ⁽¹⁾⁽⁶⁾		5,517,808	A	\$10 ⁽¹⁾	5,517,808	I	See Footnote ⁽²⁾
Class A Common Stock	12/27/2023		J ⁽¹⁾⁽⁶⁾		2,808,904	A	\$10 ⁽¹⁾	2,808,904	I	See Footnote ⁽³⁾
Class A Common Stock								5,625,000	I	See Footnotes ⁽⁴⁾⁽⁵⁾

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

- 1	1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	rice of erivative	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)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

				Code	v					
1. Name and Address of Reporting Person *										
Hymowitz C	Gregg									
					-					
(Last)	(First)		(Middle)							
375 PARK AV	ENUE, 24TH	FLOOR								
(Street)					_					
NEW YORK	NY		10152							
(City)	(State)		(Zip)							
1. Name and Addr	ess of Reporting	Person*								
EG Sponsor	LLC									
(Last)	(First)		(Middle)							
375 PARK AV	ENUE, 24TH	FLOOR								
(Street)					-					
NEW YORK	NY		10152							
					_					
(City)	(State)		(Zip)							
					_					

	s of Reporting Person*	GP LLC	
(Last) 375 PARK AVE	(First) NUE, 24TH FLOOF	(Middle)	
(Street)			
NEW YORK	NY	10152	
(City)	(State)	(Zip)	
1. Name and Address GH Onshore (s of Reporting Person*		
(Last)	(First)	(Middle)	
375 PARK AVE	NUE, 24TH FLOOF		
(Street)			
NEW YORK	NY	10152	
(City)	(State)	(Zip)	

Explanation of Responses:

- 1. Outstanding debt of LGM Enterprises, LLC ("LGM") was converted to a number of shares of Class A Common Stock of the Issuer in connection with the consummation of the business combination with LGM, on December 27, 2023 (the "Business Combination") equal to the quotient of (a) the total amount owed by LGM divided by (b) \$10.00.
- 2. Represents 5,517,808 shares of Class A Common Stock held by EnTrust Emerald (Cayman) LP. Gregg Hymowitz serves as the Founder and Chief Executive Officer of EnTrust Global, an affiliate of which serves as the general partner of EnTrust Emerald (Cayman) LP, and may be deemed to be the beneficial owner of such shares held by EnTrust Emerald (Cayman) LP. Each such person disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest they may have therein, directly or indirectly.
- 3. Represents 2,808,904 shares of Class A Common Stock held by ETG Omni LLC. Gregg Hymowitz serves as the Founder and Chief Executive Officer of EnTrust Global, an affiliate of which serves as the managing member of ETG Omni LLC, and may be deemed to be the beneficial owner of such shares held by ETG Omni LLC. Each such person disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest they may have therein, directly or indirectly.
- 4. Represents 5,625,000 shares of Class A Common Stock held by the EG Sponsor LLC ("Sponsor"), consisting of 1,000 shares classified before the consummation of the Business Combination as shares of Class B common stock, par value \$0.0001 per share, of EG Acquisition Corp. ("EG"), which have converted into shares of Class A Common Stock on a one-for-one basis upon the closing of the Business Combination, and 5,624,000 shares classified before the consummation of the Business Combination as shares of Class A common stock, par value \$0.0001 per share, of EG, which have converted into shares of Class A Common Stock on a one-for-one basis upon the closing of the Business Combination. EnTrust Global Management GP LLC is the managing member of the Sponsor and may be deemed to have shared beneficial ownership (along with EnTrust Global Management GP LLC,
- 5. (Continued from Footnote 4) GH Onshore GP LLC and our Sponsor) of the Class A Common Stock held directly by the Sponsor. Gregg Hymowitz is the sole and managing member of GH Onshore GP LLC, which is the managing member of EnTrust Global Management GP LLC, and as a result, may be deemed to have shared beneficial ownership of the common stock held directly by the Sponsor. Each of EnTrust Global Management GP LLC, GH Onshore GP LLC and Gregg Hymowitz disclaims beneficial ownership of such securities except to the extent of its or his pecuniary interest therein. An affiliate of GMF Capital has an approximately 50% membership interest in the Sponsor. Each such person disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest they may have therein, directly or indirectly.
- 6. Mr. Hymowitz serves on the Board of Directors of the issuer (the "Board"). Solely for purposes of Section 16 of the Exchange Act, the reporting persons and their affiliates may be deemed to be directors-by-deputization as a result of the service of Mr. Hymowitz on the Board. For purposes of the exemption under Rule 16b-3 promulgated under the Exchange Act, the Board approved the acquisition of any direct or indirect pecuniary interest in any and all the shares reported hereby the reporting persons as a result of or in connection with the transactions reported in this Form 4.

Remarks

See Exhibit 99.1 - Joint Filer Information, which is incorporated herein by reference and describes in further detail the relationships of the reporting persons to the issuer. See Exhibit 99.2 - Power of Attorney for EG Sponsor LLC See Exhibit 99.3 - Power of Attorney for GH Onshore GP LLC See Exhibit 99.5 Power of Attorney for Gregg Hymowitz.

EG Sponsor LLC; By: /s/ Gregg S. Hymowitz	12/29/2023
EnTrust Global Management GP LLC; By: /s/ Gregg S. Hymowitz	12/29/2023
GH Onshore GP LLC; By: /s/ Gregg S. Hymowitz	12/29/2023
/s/ Gregg S. Hymowitz	12/29/2023
** 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.

Joint Filer Information

Name of Joint Filer: EG Sponsor LLC

Address of Joint Filer: 375 Park Avenue, 24th Floor

New York, NY 10152

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: flyExclusive, Inc. [FLYX]

Date of Event Requiring Statement: 12/27/2023

(Month/Day/Year):

Name of Joint Filer: EnTrust Global Management GP Address of Joint Filer: LLC 375 Park Avenue, 24th

Floor, New York, NY 10152

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: flyExclusive, Inc. [FLYX]

Date of Event Requiring Statement: 12/27/2023

(Month/Day/Year):

Name of Joint Filer: GH Onshore GP LLC Address of Joint Filer: 375 Park Avenue 375 Park Avenue, 24th Floor,

New York, NY 10152

Relationship of Joint Filer to Issuer: 10% Owner

Title:

Issuer Name and Ticker or Trading Symbol: flyExclusive, Inc. [FLYX]

(Month/Day/Year): 12/27/2023

Name of Joint Filer: Gregg S. Hymowitz Address of Joint Filer: 375 Park Avenue 375 Park Avenue, 24th Floor,

New York, NY 10152

Relationship of Joint Filer to Issuer: 10% Owner; Director

Issuer Name and Ticker or Trading Symbol: flyExclusive, Inc. [FLYX]

(Month/Day/Year): 12/27/2023

Know all by these presents, that the undersigned hereby constitutes and appoints Willkie Farr & Gallagher LLP the undersigned's true and lawful attorney-in-fact to:

- execute for and on behalf of the undersigned, in the undersigned's capacity as a beneficial owner of EG Acquisition Corp. (the "Company"), Forms 3, 4 and 5 (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission (the "SEC") and any securities exchange or similar authority, including without limitation the filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4 and 5 electronically with the SEC;
- 3. seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned's attorney-in-fact appointed by this Limited Power of Attorney and approves and ratifies any such release of information; and
- 4. take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by or for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such information and disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request and on the behalf of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with, or any liability for the failure to comply with, any provision of Section 16 of the Exchange Act.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 or 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to each of the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has executed this Limited Power of Attorney as of this 13th day of July, 2021.

Signed and acknowledged:

EG Sponsor LLC

By: /s/ Gregg S. Hymowitz

Name: Gregg S. Hymowitz Title: Authorized Signatory

Know all by these presents, that the undersigned hereby constitutes and appoints Willkie Farr & Gallagher LLP the undersigned's true and lawful attorney-in-fact to:

- 1. execute for and on behalf of the undersigned, in the undersigned's capacity as a beneficial owner of EG Acquisition Corp. (the "Company"), Forms 3, 4 and 5 (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission (the "SEC") and any securities exchange or similar authority, including without limitation the filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4 and 5 electronically with the SEC;
- 3. seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned's attorney-in-fact appointed by this Limited Power of Attorney and approves and ratifies any such release of information; and
- 4. take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by or for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such information and disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney and the rights and powers herein granted.

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Signed and acknowledged:

EnTrust Global Management GP LLC

By: /s/ Gregg S. Hymowitz

Name: Gregg S. Hymowitz

Title: Authorized Signatory

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- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission (the "SEC") and any securities exchange or similar authority, including without limitation the filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4 and 5 electronically with the SEC;
- 3. seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned's attorney-in-fact appointed by this Limited Power of Attorney and approves and ratifies any such release of information; and
- 4. take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by or for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such information and disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

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Signed and acknowledged:

GH Onshore GP LLC

By: /s/ Gregg S. Hymowitz

Name: Gregg S. Hymowitz Title: Authorized Signatory

Know all by these presents, that the undersigned hereby constitutes and appoints Willkie Farr & Gallagher LLP the undersigned's true and lawful attorney-in-fact to:

- 1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and beneficial owner of EG Acquisition Corp. (the "Company"), Forms 3, 4 and 5 (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission (the "SEC") and any securities exchange or similar authority, including without limitation the filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4 and 5 electronically with the SEC;
- 3. seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned's attorney-in-fact appointed by this Limited Power of Attorney and approves and ratifies any such release of information; and
- 4. take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by or for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such information and disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

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IN WITNESS WHEREOF, the undersigned has executed this Limited Power of Attorney as of this 13th day of July, 2021.

Signed and acknowledged:

/s/ Gregg S. Hymowitz _____ Signature

Gregg S. Hymowitz _____

Printed Name