SEC Form 4
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## FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

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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

1. Name and Addro Olsen Ted	ess of Reporting	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Goosehead Insurance, Inc.</u> [GSHD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title V Other (specify
(Last) 1500 SOLANA SUITE 4500	(First) BOULEVAR	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/04/2021	below) Managing Director
(Street) WESTLAKE	ТХ	76262	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip)	erivative Securities Acquired, Disposed of, or Bene	

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Disposed Of			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 Transaction(s)			(Instr. 4)	
Class A Common Stock	01/04/2021		М		8,333	A	\$26.29	8,333	D	
Class A Common Stock	01/04/2021		S		8,333	D	\$130.587	0	D	

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

(-3,															
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. Transa Code ( 8)				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	Amount or Number of Shares				
Director Stock Options (right to buy)	\$26.29	01/04/2021		М			8,333	(1)	01/02/2029	Class A Common Stock	8,333	\$0	16,667	D	

**Explanation of Responses:** 

1. One third (1/3rd) of the shares subject to the option shall vest and become exercisable, subject to continued employment, on each of the second, third and fourth anniversaries of the grant date; provided, that all shares subject to the option share state come exercisable if Mr. Olsen's employment is terminated employment, or castor in the second, and fourth annets are so the game date, provided, and all shares subject to the option will vest and become exercisable if Mr. Olsen's employment is terminated without "cause" or for "good reason" (ach as defined in either Mr. Olsen's option award agreement or the Issuer's Amended and Restated Omnibus Incentive Plan) within six month following a "change in control" (as defined in the Issuer's Amended and Restated Omnibus Incentive Plan).

Remarks:

The exercise and sale of Employee Stock Options reported were effected pursuant to a Rule 10b5-1 plan adopted by the reporting person.

/s/ P. Ryan Langston, as 01/06/2021 Attorney-in-Fact for Ted Olsen \*\* Signature of Reporting Person

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.

Date