FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| ashington, | D.C. | 20549 | |
|------------|------|-------|--|
| | | | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours ner resnonse: | 0.5 | | | | | | | |

| | | | | | or S | Sectio | n 30(h) | of the | Ínvestmer | nt Co | mpany Act | of 19 | 940 | | | | | | | |
|--|---------------------------|--|---|---------------------------|---|---|---------|--------------------|-----------------------|---|---|------------------------------------|---|---|--|--|--------------------------------------|--|--|--|
| Name and Address of Reporting Person* Mark & Robyn Jones Descendants Trust | | | | | 2. Issuer Name and Ticker or Trading Symbol Goosehead Insurance, Inc. [GSHD] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| 2014 | | | | | | | | | | | | | | | Director X 10% Officer (give title v Othe | | | | vner specify | |
| (Last) | (F | irst) | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 03/18/2020 | | | | | | | | below) Member of 10% owner group | | | | | | | |
| C/O GOOSEHEAD INSURANCE, INC. | | | | | | | | | | | | | | | | | | | | |
| 1500 SOLANA BLVD., BLDG 4, STE 4500 | | | | 4. If | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) | | | | | | | | | | | | | | | Line) X Form filed by One Reporting Person | | | | | |
| WESTLA | AKE T | X | 76262 | | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (S | itate) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Tabl | le I - No | n-Deriv | ative | Sec | uritie | es Ac | quired, | Dis | posed o | of, o | r Ber | eficial | lly Owned | d | | | | |
| Date | | | 2. Transa Date (Month/D | Execu Day/Year) if any | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Dispos | | Disposed | rities Acquired (A) ed Of (D) (Instr. 3, 4 | | | Benefici Owned I | es ially Following | Form (D) o | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | Amount | | Price | Reporte Transac (Instr. 3 | tion(s) | | | (Instr. 4) | |
| Class B Common Stock 0 | | | 03/18 | /2020 | 2020 | | С | | 100 | | D | \$0 | 12,0 | 12,020,175 | | D | | | | |
| Class A Common Stock | | | 03/18 | 2020 | | С | | 100 | | A | \$0 | 1 | 100 | | D | | | | | |
| Class A C | ass A Common Stock 03/18/ | | | 2020 | | S | | 100 D \$ | | \$45.2 | 22 | 0 | | D | | | | | | |
| | | Т | able II - | | | | | | uired, D s, option | | | | | | / Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) 2. Conversi or Exerci Price of Derivative Security | | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution if any (Month/D | ned n Date, | 4. Transa | I. Fransaction Code (Instr. | | 5. Number of | | 5. Date Exercisabl Expiration Date (Month/Day/Year) | | 7. To Amo Sec Und Deri | 7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | e S Illy | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisab | | Expiration Date | Title | | Amount or Number of Shares | | | | | | |
| LLC Units in Goosehead | \$0.0 | 03/18/2020 | | | С | | | 100 | (1) | | (1) | | nss A | 100 | \$0 | 12,020,1 | 175 | D | | |

Explanation of Responses:

1. Each LLC Unit, together with a share of Class B common stock, may be converted by the holder into one share of Class A common stock at any time. The LLC Units do not expire.

Financial.

LLC

The sales reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person. Following the reported transaction above, Mark and Robyn Jones, together with their trusts, continue to own beneficially 1,462,691 shares of Class A Common Stock and 14,171,277 shares of Class B Common Stock, for a total of 15,633,968 shares of Goosehead Insurance, Inc.

/s/ P. Ryan Langston, as Attorney-in-Fact for Mark & Robyn Jones Descendants Trust 2014

Stock

03/19/2020

** 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.