| SEC F | orm 4 |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| OMB Number: | 3235-0287 |
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| Check this box if no longer subject to | STATEME |
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| Section 16. Form 4 or Form 5 | |
| obligations may continue. See | |
| Instruction 1(b). | File |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ed 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 Address of Reporting Person [*] Peterson Camille | | | 2. Issuer Name and Ticker or Trading Symbol <u>Goosehead Insurance, Inc.</u> [GSHD] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner |
|--|---|--|---|---|
| | (First) (Middle) IEAD INSURANCE, INC. A BLVD., BLDG 4, STE 4500 | | 3. Date of Earliest Transaction (Month/Day/Year) 08/23/2022 | Officer (give title X Other (specify below) X below) |
| (Street) WESTLAKE TX 76262 (City) (State) (Zip) | | | 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 |

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. Transa Code (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 (Instr. 4) | |
|---------------------------------|--|---|------------------------------|---|--|---------------|---|---|---|----------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Class B Common Stock | 08/23/2022 | | С | | 6,600 | D | \$0 | 274,744 | D | |
| Class A Common Stock | 08/23/2022 | | С | | 6,600 | A | \$0 | 6,600 | D | |
| Class A Common Stock | 08/23/2022 | | S | | 4,300 | D | \$58.68 ⁽¹⁾ | 2,300 | D | |
| Class A Common Stock | 08/23/2022 | | S | | 2,000 | D | \$59.7 ⁽²⁾ | 300 | D | |
| Class A Common Stock | 08/23/2022 | | S | | 300 | D | \$60.34 ⁽³⁾ | 0 | D | |

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

| | | | (e.g., | puts, | cans | , wa | nama | s, options, | converti | Die Sect | inticaj | | | | | |
|---|---|--|---|------------------------------|------|--|-------------------------|--|--------------------|----------------------------|--|--|---------|-------|--|--|
| 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) | | of Deri Sec Acq (A) (Disp of (I | oosed D) tr. 3, 4 | Expiration Date (Month/Day/Year) S | | Expiration Date Amount of | | nount of Derivative curities Security derlying (Instr. 5) rivative Security | | Owned | 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 | | | | | |
| LLC Units in Goosehead Financial, LLC | \$0.0 | 08/23/2022 | | С | | | 6,600 | (4) | (4) | Class A Common Stock | 6,600 | \$0 | 274,744 | D | | |

Explanation of Responses:

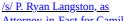
1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.22 to \$59.18, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.23 to \$60.17, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$60.26 to \$60.38, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

4. 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.

Remarks:



Attorney-in-Fact for Camille Peterson

<u>08/25/202</u>2

** 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.