FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL							
	OMB Number:	3235-0287							
l	Estimated average burden								
l	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).

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 Address of Reporting Person* <u>Jones Mark Evan</u>							2. Issuer Name and Ticker or Trading Symbol Goosehead Insurance, Inc. [ GSHD ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner						
of Solana Blvd., Building 4, STE 4500									`			X Officer (give title X Other (specify below)  CEO / Member of 10% owner group										
(Street) WESTLAKE TX 76262					If Ame	ndme	nt, Date	e of Or	iginal Fi	iled (Month/D	Line	X Form filed by One Reporting Person Form filed by More than One Reporting										
(City) (State) (Zip)												Person										
	Tak	ole I	- Non-Der	ivativ	re Se	curi	ties A	cqui	red, C	Disposed	of, or	Benef	iciall	y Owned								
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year		2A. Deemed Execution Date, if any (Month/Day/Year)		ate,	3. Transaction Code (Instr. 8)						5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nate Indired Benefi Owner	ct icial rship			
								Code	v /	Amount	(A) or (D)	Price						(,				
Class B Common Stock 12/14/2018								С		49,081	D	\$(	)	15,043,1	168	I		ВуТ	rust <sup>(1)</sup>			
Class A Common Stock 12/14/20								С		49,081	A	\$0		1,797,362		I		By Mark and Robyn Jones Descendants Trust 2014				
Class A Common Stock 12/14/2018								S		49,081	D	\$27.2133 <sup>(2)</sup>		1,748,281		I		By Mark and Robyn Jones Descendants Trust 2014				
Class B Common Stock <sup>(3)(4)</sup>									$\Box$					182,349		D						
Class A Common Stock <sup>(4)</sup>														749,317		D						
		Table												Owned								
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	action	5. Number of tr. Derivative Securities Acquired (A) or Disposed		6. Date Ex Expiration (Month/Da		rcisable and Date	7. Titl of Se Unde Deriv	7. Title and Amo of Securities Underlying		8. Price of Derivative Security (Instr. 5)	deriva Secur Benef Owner Follow Repor Transa	ative ities icially d ving ted action(s)	Form: Direct or Indi	ership : t (D) direct	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)				Title	or Nu	mber									
\$0.0	12/14/2018			С			49,081		(5)	(5)	Com	non 49	0,081	\$0	15,0	43,168	3,168 I		By Trust <sup>(1)</sup>			
\$0.0									(5)	(5)	Class A Common Stock		2,349		182,349		D					
	(Final State of Security (Instant Security (Inst	(First) DSEHEAD INSURANCE, I LANA BLVD., BUILDING  AKE TX  (State)  Take  Gecurity (Instr. 3)  Common Stock  Common Stock  Common Stock  Common Stock  Conversion or Exercise Piceroative Security  \$0.0  12/14/2018	(First) (Middle DSEHEAD INSURANCE, INC. LANA BLVD., BUILDING 4, S'AKE TX 7626  (State) (Zip)  Table 1:  Gecurity (Instr. 3)  Common Stock  Conversion or Exercise Picer of Exercise Picer of Exercise Picer of Exercise Security  Sould 12/14/2018	(First) (Middle) DSEHEAD INSURANCE, INC. LANA BLVD., BUILDING 4, STE 4500  AKE TX 76262  (State) (Zip)  Table I - Non-Der Gecurity (Instr. 3)  2. Transaction Date (Month/Day/ Common Stock  12/14/20  Conversion or Exercise Price of Price	Code   Solution   Code   Code   Solution   Code   Code   Solution   Code   Code	Coose   Coos	Coosehear   Coos	Goosehead Insideric First (First) (Middle) OSEHEAD INSURANCE, INC. LANA BLVD., BUILDING 4, STE 4500  Table 1 - Non-Derivative Securities Action Date (Month/Day/Year)  Gommon Stock  12/14/2018  Table II - Derivative Securities Action Date (Le.g., puts, calls, warran (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Action Date (Month/Day/Year)  Table II - Derivative Securities Action Date (Month/Day/Year)  Table II - Derivative Securities Action Date (James of Code (Instr.) (Month/Day/Year)  Table II - Derivative Securities Action Date (Month/Day/Year)  Conversion Date (Month/Day/Year)  Table II - Derivative Securities Action Date (Instr.) (James of Code (Instr.) (James of Cod	(First) (Middle) DSEHEAD INSURANCE, INC. LANA BLVD., BUILDING 4, STE 4500  Table I - Non-Derivative Securities Acquire (Month/Day/Year) Fecurity (Instr. 3)  Table I - Non-Derivative Securities Acquire (Month/Day/Year) Fecurity (Instr. 3)  2. Transaction Date (Month/Day/Year) Fecurity (Instr. 3)  2. Transaction Date (Month/Day/Year) Fecurity (Instr. 3)  2. Transaction Date (Month/Day/Year) Fecurity (Instr. 3)  3. Date of Earliest Transaction ZAL Deemed Execution Date, If any (Month/Day/Year) Fecurity (Instr. 3)  Code  Code  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, of Date (e.g., puts, calls, warrants, of Derivative Securities Acquired (e.g., puts, calls, warrants, of Derivative Security  Security  Solution Date (Month/Day/Year)  And Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, of Derivative Securities Acquired (points) Security  Code (v (A) (D) Date (Month/Day/Year)  Solution Date (Month/Day/Year)  Solution Date (Points) Solution Date (Point	Goosehead Insurance, In   Goosehead Insurance, In	Goosehead Insurance, Inc. [GSHI]  (First) (Middle) DSEHEAD INSURANCE, INC. LANA BLVD., BUILDING 4, STE 4500  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  Recurity (Instr. 3)  2. Transaction Date (Month/Day/Year) Recurity (Instr. 3)  2. Transaction Date (Month/Day/Year) Recurrity (Instr. 3)  2. Transaction Date (Month/Day/Year) Recurrity (Month/Day/Year) Recurrity (Instr. 3)  2. Transaction Date (Month/Day/Year) Recurrity (Month/Day/Year) Recurrity (Month/Day/Year) Recurrity (Recurrity (Month/Day/Year) Recurrity (Month/Day/Ye	Goosehead Insurance, Inc.   GSHD   Goosehead Insurance, Inc.   GSHD   Goosehead Insurance, Inc.   GSHD   Goosehead Insurance, Inc.   GSHD   GSHD	Goosehead Insurance, Inc.   GSHD	Cosehead Insurance, Inc.   GSHD	Goosehead Insurance, Inc.   GSHD	Cooked   C	Goosehead Insurance, Inc.   GSHD	Goosehead Insurance, Inc.   GSHD	Check at application   Check at application			

## **Explanation of Responses:**

- 1. Reflects shares of Class A Common Stock, shares of Class B Common Stock or LLC Units, as applicable, held in trust for which the reporting person serves as a trustee and of which immediate family members of the reporting person are beneficiaries.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.00 to \$27.49, 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. Includes 10,716 shares of Class B Common Stock or LLC Units, as applicable, as a pro rata distribution from Texas Wasatch Insurance Partners, LP.
- 4. This does not reflect shares directly held by the reporting person's spouse, who is independently a reporting person of the issuer.
- 5. 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:

The sales reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the Mark and Robyn Jones Descendants Trust 2014.

<u>Jones</u>

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.