FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL											
OMB Number:	3235-0287										
Estimated average b	urden										
l	0.5										

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

Instruction 1(b).	continue. See		Filed pur	rsuant to Section 16(a) r Section 30(h) of the I	of the S	Securi	ties Exchange	Act of 19	934	hours	per response:	0.5
Mark & Roby			2. 1	ssuer Name and Ticke oosehead Insura	er or Tra	ding S	Symbol	1940		ationship of Reporting all applicable) Director	y Person(s) to Iss	
<u>2014</u>	(First)	(Middle)		Date of Earliest Transa /16/2023	ction (M	lonth/l	Day/Year)			Officer (give title below) Member of 10	A below)	
	AD INSURAN	ICE, INC.	4. 1	f Amendment, Date of	Origina	l Filed	(Month/Day/Y	'ear)	6. Indiv Line)	vidual or Joint/Group	Filing (Check Ap	oplicable on
(Street) WESTLAKE	TX	76262	R	ule 10b5-1(c)	Trans	sact	ion Indica	ation	X	Form filed by Mor Person	e than One Repo	orting
(City)	(State)	(Zip)		Check this box to indicathe affirmative defense	ate that a	ı transa	action was made	e pursuant	to a contract, ction 10.	instruction or written pl	an that is intended	to satisfy
		Table I - No	n-Derivativ	e Securities Acc	quired	l, Dis	sposed of,	or Ber	neficially (Owned		
1. Title of Security	(Instr. 3)		2. Transaction Date (Month/Day/Ye	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Disposed Of	Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
	Second Reporting Person* 2. Issue Goos			v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Class B Commor	ı Stock		08/16/2023	3	С		12,786	D	\$0	8,370,281	D ⁽¹⁾	
Class A Commo	n Stock		08/16/2023	3	С		12,786	A	\$0	12,786	D ⁽¹⁾	
Class A Commo	n Stock		08/16/2023	3	S		12,040	D	\$62.83(2)	746	D ⁽¹⁾	
Class A Commo	n Stock		08/16/2023	3	S		746	D	\$63.34(3)	0	D ⁽¹⁾	
Class B Commor	ı Stock		08/17/2023	3	С		1,500	D	\$0	8,368,781	D ⁽¹⁾	
Class A Commo	n Stock		08/17/2023	3	С		1,500	A	\$ <mark>0</mark>	1,500	D ⁽¹⁾	
Class A Commo	n Stock		08/17/2023	3	S		1,500	D	\$62.27(4)	0	D ⁽¹⁾	
Class B Commor	ı Stock		08/18/2023	3	С		10,154	D	\$0	8,358,627	D ⁽¹⁾	
Class A Commo	n Stock		08/18/2023	3	С		10,154	A	\$0	10,154	D ⁽¹⁾	
Class A Commo	n Stock		08/18/2023	3	S		8,716	D	\$60.8(5)	1,438	D ⁽¹⁾	
Class A Commo	n Stock	n Stock 08/		3	S		1,438	D	\$61.36(6)	0	D ⁽¹⁾	
Class A Commo	n Stock									196,501	D ⁽⁷⁾	
Class B Commor	ı Stock									182,349	D ⁽⁷⁾	
Class A Commo	n Stock									331,290	D(8)	
Class B Commor	ı Stock									132,349	D(8)	
Class B Commor	n Stock									1,860,355	I	By Trust ⁽⁹⁾

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

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)	Transaction of		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	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(,		
LLC Units in Goosehead Financial, LLC	\$0	08/16/2023		С		12,786	(10)	(10)	Class A Common Stock	12,786	\$0	8,370,281	D ⁽¹⁾	
LLC Units in Goosehead Financial, LLC	\$0	08/17/2023		С		1,500	(10)	(10)	Class A Common Stock	1,500	\$0	8,368,781	D ⁽¹⁾	
LLC Units in Goosehead Financial, LLC	\$0	08/18/2023		С		10,154	(10)	(10)	Class A Common Stock	10,154	\$0	8,358,627	D ⁽¹⁾	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed 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)		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				
\$0							(10)	(10)	Class A Common Stock	182,349		182,349	D ⁽⁷⁾	
\$0							(10)	(10)	Class A Common Stock	132,349		132,349	D ⁽⁸⁾	
\$0							(10)	(10)	Class A Common Stock	1,860,355		1,860,355	I	By Trust ⁽⁹⁾
	Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security \$0 \$0	2. Conversion or Exercise Price of Derivative Security \$0 \$0 \$0 \$0 \$0 \$0 \$0	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date if any (Month/Day/Year) Code 8) Code \$0	2. Conversion or Exercise Price of Derivative Security \$0 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instr. 8) Code V	2. Conversion of Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. No Security 4. Transaction Code (Instr. 8) Code V (A) \$0 \$0 \$0 \$0	2. Conversion or Exercise Price of Derivative Security \$0 \$0 \$\$ \$	2. Conversion of Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year)	(e.g., puts, calls, warrants, options, converted conversion of Exercise Price of Derivative Security \$0 \$0 \$0 \$0 \$0 \$0 \$0 \$0	(e.g., puts, calls, warrants, options, convertible security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 2. Code (Instr. 8) Code (Instr. 3, 4 and 5) Code (Instr. 3, 4 and 5) (10) Common Stock \$0 (10) Class A Common Stock	(e.g., puts, calls, warrants, options, convertible securities) 2. Conversion of Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) 4. Transaction of Derivative Securities (Month/Day/Year) 5. Number of Derivative Securities Underlying Derivative Security (Instr. 3 and 4) 5. Number of Derivative Securities Underlying Derivative Security (Instr. 3 and 4) 5. Number of Derivative Securities Underlying Derivative Security (Instr. 3 and 4) 8.0	Solution Conversion of Conversion of Execution Date (Month/Day/Year) Solution Date (Month/Day	So So So So So So So So	2. 2. 2. 2. 2. 2. 2. 2.

Mark & Robyn Jones Descendants Trust 2014

(Last) (First) (Middle)

(Last) (First) (Middle) C/O GOOSEHEAD INSURANCE, INC.

1500 SOLANA BLVD., BLDG 4, STE 4500

(Street)

WESTLAKE TX 76262

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Jones Mark Evan

Last) (First) (Middle)

C/O GOOSEHEAD INSURANCE, INC.

1500 SOLANA BLVD., BUILDING 4, STE 4500

(Street)

WESTLAKE TX 76262

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Jones Robyn Mary Elizabeth

(Last) (First) (Middle)

C/O GOOSEHEAD INSURANCE, INC.

1500 SOLANA BLVD., BUILDING 4, STE 4500

(Street)

WESTLAKE TX 76262

(City) (State) (Zip)

Explanation of Responses:

- 1. Reflects shares of Class A Common Stock, shares of Class B Common Stock or LLC Units, as applicable, held (i) directly by the Mark & Robyn Jones Descendants Trust 2014 and (ii) indirectly by Mark Evan Jones and Robyn Mary Elizabeth Jones, who serve as trustees of the Mark & Robyn Jones Descendants Trust 2014 and whose immediate family members are beneficiaries of the Mark & Robyn Jones Descendants Trust 2014.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.30 to 63.29, 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 \$63.30 to \$63.45, 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. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.06 to \$62.72, 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 feature to this Feature to this Feature.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$60.28 to \$61.26, 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.
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.29 to \$61.49, 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.
- 7. Reflects shares of Class A Common Stock, shares of Class B Common Stock or LLC Units, as applicable, held directly by Mark Evan Jones, and does not reflect Class A Common Stock, shares of Class B Common Stock or LLC Units, as applicable, held by his spouse, Robyn Mary Elizabeth Jones, who is independently a reporting person of the issuer.
- 8. Reflects shares of Class A Common Stock, shares of Class B Common Stock or LLC Units, as applicable, held directly by Robyn Mary Elizabeth Jones, and does not reflect Class A Common Stock, shares of Class B Common Stock or LLC Units, as applicable, held by her spouse, Mark Evan Jones, who is independently a reporting person of the issuer.

9. Reflects shares of Class B Common Stock or LLC Units, as applicable, held indirectly by Mark Evan Jones and Robyn Mary Elizabeth Jones, who serve as trustees of various trusts and whose immediate family members are beneficiaries of such trusts.

10. 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:

/s/ John O'Connor, as Attorney-08/18/2023 in-Fact for Mark Evan Jones /s/ John O'Connor, as Attorney-08/18/2023 in-Fact for Robyn Mary Elizabeth Jones /s/ John O'Connor, as Attorney-08/18/2023 in-Fact for Mark & Robyn Jones Descendants Trust 2014 ** 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.