

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person* <u>Colby Michael C.</u> <hr/> (Last) (First) (Middle) C/O GOOSEHEAD INSURANCE, INC. 1500 SOLANA BLVD., BUILDING 4, STE 4500 <hr/> (Street) WESTLAKE TX 76262 <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Goosehead Insurance, Inc. [GSHD]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ President and COO		
			3. Date of Earliest Transaction (Month/Day/Year) <u>08/20/2021</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person _____		
			4. If Amendment, Date of Original Filed (Month/Day/Year)					

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	08/20/2021		C		2,500	D	\$0	36,396	I	By Lyla Kate Colby 2014 Trust ⁽¹⁾
Class A Common Stock	08/20/2021		C		2,500	A	\$0	2,500	I	By Lyla Kate Colby 2014 Trust ⁽¹⁾
Class A Common Stock	08/20/2021		S		1,997	D	\$136.86 ⁽²⁾	503	I	By Lyla Kate Colby 2014 Trust ⁽¹⁾
Class A Common Stock	08/20/2021		S		503	D	\$137.54 ⁽³⁾	0	I	By Lyla Kate Colby 2014 Trust ⁽¹⁾
Class B Common Stock	08/20/2021		C		2,500	D	\$0	36,396	I	By Preston Michael Colby 2014 Trust ⁽¹⁾
Class A Common Stock	08/20/2021		C		2,500	A	\$0	2,500	I	By Preston Michael Colby 2014 Trust ⁽¹⁾
Class A Common Stock	08/20/2021		S		1,999	D	\$136.86 ⁽²⁾	501	I	By Preston Michael Colby 2014 Trust ⁽¹⁾
Class A Common Stock	08/20/2021		S		501	D	\$137.54 ⁽³⁾	0	I	By Preston Michael Colby 2014 Trust
Class B Common Stock								427,024	D	

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock								23,131	D	
Class B Common Stock								671,732	I	By Colby 2014 Family Trust ⁽¹⁾
Class A Common Stock								83,402	I	By Colby 2014 Family Trust ⁽¹⁾

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)	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					
LLC Units in Goosehead Financial, LLC	\$0.0	08/20/2021		C			2,500	(4)	(4)	Class A Common Stock 2,500	\$0	36,396	I	By Lyla Kate Colby 2014 Trust ⁽¹⁾
LLC Units in Goosehead Financial, LLC	\$0.0	08/20/2021		C			2,500	(4)	(4)	Class A Common Stock 2,500	\$0	36,396	I	By Preston Michael Colby 2014 Trust ⁽¹⁾
LLC Units in Goosehead Financial, LLC	\$0.0							(4)	(4)	Class A Common Stock 427,024		427,024	D	
LLC Units in Goosehead Financial, LLC	\$0.0							(4)	(4)	Class A Common Stock 671,732		671,732	I	By Colby 2014 Family Trust ⁽¹⁾

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 \$136.30 to \$137.29, 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 \$137.33 to \$138.19, 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:

/s/ P. Ryan Langston, as
Attorney-in-Fact for Michael C. 08/23/2021
Colby

** 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.