FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Vashington, | D C | 20540 | |
|--------------|------|-------|--|
| vasiliigion, | D.C. | 20349 | |

| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHI | P |
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| OMB APPROVAL | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | | |
| hours per response | e: 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

| | | | | | - | | | | | | | | | | | | | | | | |
|---|---|--|--|---|----------|---|------------|--------|---|-------------------|---|--|---|---|----------------------|---|---|---------------|--|---|--|
| Name and Address of Reporting Person* Miller Mark | | | | | | 2. Issuer Name and Ticker or Trading Symbol Goosehead Insurance, Inc. [GSHD] | | | | | | | | | (Che | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| IVIIIICI | VICILIX | | , | | | | | | | | |) > | Direc | tor | | 10% O | wner | | | | |
| (Last) 1500 SO | (Fii LANA BLV | , | Middle | e) | | 3. Date of Earliest Transaction (Month/Day/Year) 11/06/2020 | | | | | | | | | | Officer (give title below) | | | Other (s below) | specify | |
| BIIII DII | NG 4, SUIT | | | | | | | | | | | | | | | | | | | | |
| | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. In | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | | | |
| (Street) | | | | | | | | | | | | | | | 1 1 | X Form filed by One Reporting Person | | | | | |
| WESTL | AKE TX | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | . 0.00 | | | | | | | | |
| | | Table | e I - I | Non-Deriva | ative | Secu | ritie | s Ac | qı | uired, [| Dis | posed o | f, or | Bene | ficial | ly Own | ed | | | | |
| Date | | | | 2. Transaction Date (Month/Day/Ye | ear) E | 2A. Deen Executio if any (Month/D | | e, T | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and | | | | | Securi Benefi Owner | cially d Following | Forr (D) (| n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | c | Code V | | Am | nount | (A) or (D) | A) or Price | | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | | | | | |
| Class A Common Stock 11/06/2020 | | | | | | | | | M | I | 5,359 | | A | ; | \$10 | 5 | 5,359 | | D | | |
| Class A Common Stock 11/06/2020 | | | | | |) | | | S | | Į | 5,359 | 59 D \$124. | | .5882(1) | | 0 | | D | | |
| | | Ta | ble | II - Derivat | | | | | | | | osed of, | | | | Owned | t | | | | |
| | | | | | uts, t | Jans, | _ | | _ | | _ | | _ | | | | | _ | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Exe if an | Deemed cution Date, ly nth/Day/Year) | | action (Instr. | n of Expir | | | Expiration | opiration Date A S Ionth/Day/Year) A S U D S | | | 7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4) | | B. Price of Derivative Security Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4) | у | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership t (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | | Date Exercisab | ole | Expiration Date | Title | or Nui of | ount mber ares | | | | | | |
| Director Stock Options (right to buy) | \$10 | 11/06/2020 | | | M | | | 5,359 | | (2) | | 04/26/2028 | Clas A Stoc | 5, | 359 | \$0 | 61,622 | | 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 \$124.00 to \$124.99, 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 shares subject to the option shall vest and become exercisable, subject to continued service, in 12 equal quarterly installments over the three (3) year period following the grant date; provided, that all shares subject to the option will vest and become exercisable upon a "change in control" (as defined in the issuer's omnibus incentive plan).

Remarks:

/s/ P. Ryan Langston, as Attorney-in-Fact for Mark

11/09/2020

Miller

** 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.