FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

or Section 30(h) of the Investment Company Act of 1940

l	OMB APPE	ROVAL
	OMB Number:	3235-0287
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0.5

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	Check this box if no longer subject to								
١	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

	d Address of		2. Issuer Name and Ticker or Trading Symbol Goosehead Insurance, Inc. [GSHD]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
Mark & Robyn Jones Descendants Trust 2014						Sobstitude insurance, inc. [Goins]								Directo		X		
<u> 2014</u>		- -									Officer below)	(give title	X	Other (s below)	pecify			
(Last)	(Fi	rst)	(Middle))		3. Date of Earliest Transaction (Month/Day/Year) 12/11/2018								Member of 10% owner group				
C/O GOO	OSEHEAD																	
1500 SO	LANA BLV	4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable								
(Street)													Line) X Form filed by One Reporting Person					,
WESTLAKE TX 76262														Form filed by More than One Reporting Person				
(City)	(St	ate)	(Zip)															
		Tab	le I - N	Non-Deriv	/ativ	e Seci	urities A	cquire	ed, D	isposed o	of, or E	Benefic	ially	Owned	ı			
Da					2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		ction Instr.			d (A) or r. 3, 4 and	Benef Owne		es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
								Code	v	Amount	(A) or (D)	Price		Reporte Transac (Instr. 3	ction(s)			Instr. 4)
Class B Common Stock 12/11/202					018	C 9,044 D \$0 13,376,7		76,774		D								
Class A Common Stock 12/11/20					018	18		С		9,044	A	\$)	1,75	1,757,325		D	
Class A Common Stock 12/11/201								S		9,044	D	\$27.0	145(1)	1,748,281			D	
		Т	able I							sposed of , converti				wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution	emed 4 ion Date, T		action (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable Expiration Date (Month/Day/Year)		ate	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		Di Si (li	Price of erivative ecurity 1str. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
		ı	1			1 1		1		1	I .	١.			I	- 1		1

Explanation of Responses:

\$0.0

1. 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 \$27.08, 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.

Exercisable

(2)

Date

(2)

2. 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.

(D)

9.044

(A)

Remarks:

LLC Units

Goosehead

Financial,

The sales reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

/s/ P. Ryan Langston, as Attorney-in-Fact for Mark & Robyn Jones Descendants Trust 2014

Number

Shares

9,044

\$0

Title

Class A

Common Stock

12/12/2018

13,376,774

D

** 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).

12/11/2018

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

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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.