

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>McConnon Thomas</u> (Last) (First) (Middle) 1500 SOLANA BOULEVARD SUITE 4500 (Street) WESTLAKE TX 76262 (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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/27/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 03/01/2023	

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	02/27/2023		P		80,302	A	\$44.84 ⁽¹⁾	436,985	I	By Wildcat Public Equity Partners, LLC ⁽²⁾
Class A Common Stock	02/27/2023		P		4,108	A	\$45.84 ⁽³⁾	441,093	I	By Wildcat Public Equity Partners, LLC ⁽²⁾
Class A Common Stock	02/28/2023		P		12,098	A	\$44.37 ⁽⁴⁾	453,191	I	By Wildcat Public Equity Partners, LLC ⁽²⁾
Class A Common Stock	02/28/2023		P		20,195	A	\$45.6 ⁽⁵⁾	473,386	I	By Wildcat Public Equity Partners, LLC ⁽²⁾
Class A Common Stock	02/28/2023		P		36,834	A	\$46.25 ⁽⁶⁾	510,220	I	By Wildcat Public Equity Partners, LLC ⁽²⁾

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)
					(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price as these shares were purchased in multiple transactions at prices ranging from \$44.58 to \$45.57, 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 purchased at each separate

price within the range set forth in this footnote to this Form 4.

2. Shares are held by Wildcat Public Equity Partners, LLC. Mr. McConnon disclaims beneficial ownership of the shares except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that he is the beneficial owner of such shares.

3. The price reported in Column 4 is a weighted average price as these shares were purchased in multiple transactions at prices ranging from \$45.58 to \$45.99, 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 purchased 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 as these shares were purchased in multiple transactions at prices ranging from \$44.01 to \$44.99, 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 purchased at each separate price within the range set forth in this footnote to this Form 4.

5. The price reported in Column 4 is a weighted average price as these shares were purchased in multiple transactions at prices ranging from \$45.02 to \$46.01, 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 purchased 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 as these shares were purchased in multiple transactions at prices ranging from \$46.02 to \$46.38, 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 purchased at each separate price within the range set forth in this footnote to this Form 4.

Remarks:

Amended to reflect transactions within a one dollar price range and to update FN 1, the footnote to the Price in Column 4, to clarify that the shares were purchased and not sold.

/s/ P. Ryan Langston as
Attorney-in-Fact for Thomas 03/02/2023
McConnon

** 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.