SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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STATEMENT C	F CHANGES	IN BENEFICIAL	OWNERSHIP
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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 [*] Lichon Corbyn N.			2. Issuer Name and Ticker or Trading Symbol BRP Group, Inc. [BRP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) C/O BRP G	(First) ROUP, INC.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2024	X Officer (give title Other (specify below) below) Chief Accounting Officer						
4211 W. BOY SCOUT BLVD., SUITE 800			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)						
				X Form filed by One Reporting Person						
(Street) TAMPA	FL	33607		Form filed by More than One Reporting Person						
(City)	(City) (State) (Zip)		Rule 10b5-1(c) Transaction Indication							
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							

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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	04/01/2024		A		10,013(1)	A	\$ <mark>0</mark>	43,217	D	
Class A Common Stock	04/01/2024		F		3,580(2)	D	\$28.55	39,637	D	
Class A Common Stock	04/01/2024		A		1,490(3)	A	\$ <mark>0</mark>	41,127	D	
Class A Common Stock	04/01/2024		F		858(4)	D	\$28.55	40,269	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options							options, o	convertib	le se	curities)					
	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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D)	r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	Deriv	int of rities rlying ative rity (Instr.	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				

Explanation of Responses:

1. These shares of Class A common stock were received by the reporting person as an annual bonus payment for the fiscal year ended December 31, 2023.

2. Represents shares of Class A common stock withheld by the issuer to satisfy income tax withholding obligations in connection with the issuance of the shares of Class A common stock as disclosed in footnote 1.

3. Represents restricted shares of Class A common stock that vest in five equal installments on each of March 15, 2025, March 15, 2026, March 15, 2027, March 15, 2028 and March 15, 2029 in each case subject to Ms. Lichon's continued employment through each vesting date.

4. Represents shares withheld by the issuer to satisfy income tax withholding obligations in connection with the vesting of restricted stock reported on a Form 4 filed on April 5, 2021.

Remarks:

/s/ Seth Cohen, as Attorneyin-Fact, for Corbyn Lichon

04/03/2024

** 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.

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