SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Month/Da		3. Issuer Name and Ticker or Trading Symbol BRP Group, Inc. [BRP]					
		(Check all applicable) Director	g Perso X	10% Owner	(Mor	th/Day/Year)	
		Officer (give title below)		Other (speci below)	Appl	cable Line) Form filed by	One Reporting Person More than One
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr. 4	istr. 4) Form: Direct		(D) (Instr.	4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Class B Common Stock				I	I The Village		co, LLC ⁽³⁾
Class B Common Stock						rance Agencies of The Villages,	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
Expiration D	ate	3. Title and Amount of Securities U Derivative Security (Instr. 4)		Jnderlying	or Exercise	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
Date Exercisable	Expiration Date	Title	Num	nber of	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
(6)	(6)	Class A Common Stock	3,07	77,559(1)(5)(6)	0	I	The Villages Invesco, LLC ⁽³⁾
(6)	(6)	Class A Common Stock	3,186,246 ⁽¹⁾⁽⁵⁾⁽⁶⁾		0	I	Insurance Agencies of The Villages, Inc. ⁽⁴⁾
	Table I - I - I - I - I - I - I - I - I - I -	Table II - Deriva (e.g., puts, calls, wa 2. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable Expiration Date (a) Date Exercisable Expiration Date (b) Date Exercisable (a) (b) (c) (c)	Image: Control of the point of the poin	(Month/Day/Year) 4. Relationship of Reporting Perse (Check all applicable) Director X Officer (give title below) 0 Table I - Non-Derivative Securities Beneficial 2. Amount of Securities Beneficial Z. Amount of Securities Beneficial 3,077,559 ⁽¹⁾⁽²⁾⁽⁵⁾ 3,186,246 ⁽¹⁾⁽²⁾⁽⁵⁾ 3,186,246 ⁽¹⁾⁽²⁾⁽⁵⁾ Table II - Derivative Securities Beneficially (e.g., puts, calls, warrants, options, convertible 2. Date Exercisable and Expiration Date (Month/Day/Year) 3. Title and Amount of Securities Uprivative Security (Instr. 4) Date Expiration Date (Month/Day/Year) 3. Title and Amount of Securities Convertible (6) (6) Class A Common Stock 3,07	(Moltituday/real) 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specific below) Other (specific below) Table I - Non-Derivative Securities Beneficially Owned 3. Ownership Form: Direct or Indirect (I) (Instr. 4) 3. Ownership Form: Direct or Indirect (I) (Instr. 5) 3,077,559 ⁽¹⁾⁽²⁾⁽⁵⁾ I 3,186,246 ⁽¹⁾⁽²⁾⁽⁵⁾ I Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) I 2. Date Exercisable and Expiration Date (Month/Day/Year) 3. Title and Amount of Security (Instr. 4) Amount or Number of Shares (6) (6) Class A Common Stock 3,077,559 ⁽¹⁾⁽⁵⁾⁽⁶⁾	10/28/2019 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 5. If / (Mon (Mon Director) Table I - Non-Derivative Securities Beneficially Owned (E.g., puts, calls, warrants, options, convertible securities) 3. Ownership Form: Direct (I) (Instr. 5) 4. Nat (Instr. 3,186,246 ⁽¹⁾⁽²⁾⁽⁵⁾ Image: Conversion of the exercisable and Expiration Date (Month/Day/Year) 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) 1. Insur Insur Inc. ⁽⁴ Image: Conversion of exercises beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Insur Inc. ⁽⁴ Image: Conversion of exercises beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 4. Conversion or Exercisable and Expiration Date (Month/Day/Year) 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) 4. Conversion or Exercisable Security (Instr. 4) Image: Conversion of the exercisable and Expiration Date 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) 4. Conversion or Exercisable Security (i) (i) (i) Class A Common Stock 3,077,559 ⁽¹⁾⁽⁵⁾⁽⁶⁾ 0	10/28/2019 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) 5. If Amendment, Dat (Month/Day/Year) Director X 10% Owner Officer (give title Other (specify below) 6. Individual or Joint/A Applicable Line) X Form filed by Reporting Pe Table I - Non-Derivative Securities Beneficially Owned (Instr. 4) 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) 4. Nature of Indirect I (Instr. 5) Z Amount of Securities Beneficially Owned (Instr. 4) 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) 4. Nature of Indirect I (Instr. 5) Z 3,077,559 ⁽¹⁾⁽²⁾⁽⁵⁾ I The Villages Invest Inc. ⁽⁴⁾ Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 5. Ownership or Exercise Price of Date 2. Date Exercisable and Expiration Date (Month/Day/Year) 3. Title and Amount of Securities Underlying Date 4. Conversion or Exercise Price of Date 5. Ownership Or Indirect (D) or Indirect (D) or Indirect (D) or Indirect (D) (% % Class A Common Stock 3,077,559 ⁽¹⁾⁽⁵⁾⁽⁶⁾ 0 I

Explanation of Responses:

1. These securities were acquired through conversion, immediately prior to the issuer's initial public offering, of historical interest held in Baldwin Rick Partners, LLC.

2. This excludes securities owned by members of the Voting Group relating to a voting agreement between the reporting persons and members of the Voting Group, for which the reporting person disclaims beneficial ownership. The Voting Group refers to members of a separate voting agreement with (and with respect to the reported securities owned by) Baldwin Insurance Group Holdings, LLC, Millennial Specialty Holdco, LLC, Lowry Baldwin, Trevor Baldwin, Elizabeth Krystyn, Elizabeth H. Krystyn 2019 Grantor Retained Annuity Trust I, Elizabeth H. Krystyn 2019 Grantor Retained Annuity Trust I, Elizabeth H. Krystyn 2019 Grantor Retained Annuity Trust I, Elizabeth H. Krystyn 2019 Grantor Retained Annuity Trust I, Bardford Hale, Joseph D. Finney, Christopher J. Stephens and James Morgan Roche for purposes of Section 13(d) of the Securities Exchange Act of 1934.

3. The reported securities are held by The Villages Invesco, LLC. The reporting person is the trustee and beneficiary of the Jennifer L. Parr Family Trust u/a/d October 6, 2005 (the "Trust"), which owns one-third of the ownership interests of The Villages Invesco, LLC.

4. The reported securities are held by Insurance Agencies of The Villages, Inc. The reporting person is the trustee of the Trust, which owns one-third of the ownership interests of Insurance Agencies of The Villages, Inc.

There is no contract, arrangement, understanding, relationship between the reporting person and the other equity owners of The Villages Invesco, LLC or Insurance Agencies of The Villages, Inc. relating to the voting or disposition of the reported securities, and the reporting person disclaims ownership of the reported securities except to the extent of their own pecuniary interest therein.
 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.

<u>Jennifer L. Parr</u>

** Signature of Reporting Person Date

10/30/2019

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 5 (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.