FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 ber: average burden

I

D

0.5

7. Nature of 7. Nature of Indirect Beneficial Ownership

By Baldwin Insurance

Group Holdings, LLC

11. Nature of Indirect Beneficial

Ownership

(Instr. 4)

By Baldwin

Insurance

Group

Holdings, LLC

IF

																OIVIB F	APPROV	AL	
Check	this box if no lo	onger subject to	ME	NT OF C	RSHIP		OMB Number: 32 Estimated average burden			3235-0									
Sectio		Form 5 obligations	Filed	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934									1	per respon					
							.,				ny Act of 194	10	1						
1. Name and Address of Reporting Person <sup>*</sup> Baldwin Lowry						. Issuer Name BRP Grou			ymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
														Director X 10% Ow Officer (give title V Other (sp					
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year)									X Officer (give title X Other (specify below)					
C/O BRP GROUP, INC.						0/24/2019	nonun/L	ay/ Tea	Cl	Chairman / Member of 10% owner group									
4010 W.	BOY SCO	UT BLVD. SUI	ГЕ 200																
(Street) TAMPA FL 33607					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individ						
(City)	City) (State) (Zip)				-							Form filed by More than One Reporting Person							
			Table I - I	Non-D	eriva	ative Secu	rities A	cquir	ed, D	ispo	sed of, or	Benefi	ially Own	ed					
Da				Date	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 Dis (D) (Instr. 3, 4 and 5)			Securities Beneficially C Following Re		ported (Instr. 4)		7. Nature ndirect Beneficia Dwnersh	
									v	Amount		(A) or (D)	1	Transaction(s (Instr. 3 and 4	5)			(Instr. 4)	
Class B Common Stock 10/					24/20	/2019		A		1(1)		A	\$0.0001	1		D			
Class B Common Stock 10/2					28/20	/2019		A		1,7	1,799,999(1)(2)		\$0.0001	1,800,000		D			
Class B Common Stock				10/2	10/28/2019			A		18,9	933,907 <sup>(1)(2</sup>	A	\$0.0001	18,933,907		I		By Baldwi Insurar Group Holdin LLC	
Class B Common Stock 10/28/					28/20	2019		D		1,	1,800,000(1)		\$ <mark>0</mark>	0		D			
			Table			tive Securi uts, calls, v								k		I			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Securities A Disposed of and 5)	re A) or	6. Date		cisable and ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	deriva Securi Benefi Owne	ities icially d	10. Ownership Form: Direct (D) or Indirect	Bene		
	Security			Code	v	(A)	(D)		Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares		Follow Repor Transa (Instr.	ted action(s)	(I) (Instr. 4		
LLC Units in Baldwin Risk Partners, LLC	\$0	10/24/2019		A		1(1)			(3)		(3)	Class A Common Stock	1	\$0		1 D			
LLC Units in Baldwin Risk Partners, LLC	\$0	10/28/2019		A		1,799,999 <sup>(1)</sup>	799,999 <sup>(1)(2)</sup>		(3	3)	(3)	Class A Common Stock	1,799,999	\$0	1,80	1,800,000 D			

Partners LLC

10/28/2019

10/28/2019

Explanation of Responses:

\$<mark>0</mark>

\$<mark>0</mark>

LLC Units

Baldwin

Partners LLC

LLC Units

Baldwin Risk

Risk

1. This excludes securities owned by the Villages Invesco, LLC (the "Villages") relating to a voting agreement between the Villages and members of the "group" (which includes the reporting person) referenced in the Form 3 for Baldwin Insurance Group Holdings, LLC, filed October 28, 2019, for which the reporting person disclaims beneficial ownership.

1,800,000<sup>(1)</sup>

(3)

(3)

2. These securities were acquired through the conversion immediately prior to the issuer's initial public offering of historical interests held by the reporting person in Baldwin Risk Partners, LLC.

18,933,907<sup>(1)(2)</sup>

3. 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.

/s/ Christopher J. Stephens, as Attorney-in Fact, for Lowry **Baldwin** 

Class A Commor Stock

Class A

Commor Stock

18,933,907

1,800,000

(3)

(3)

\$<mark>0</mark>

\$13.055

18,933,907

0

10/28/2019

Date

\*\* Signature of Reporting Person

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).

A

D

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.