LLC Units

in Baldwin Risk Partners, LLC

\$<mark>0</mark>

09/30/2022

G v 5,912⁽⁵⁾

(8)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	3235-0287	
n		
	0.5	

11. Nature of Indirect Beneficial Ownership (Instr. 4)

By Trust⁽²⁾

By Trust⁽²⁾

By Trust⁽⁴⁾

By Trust⁽⁶⁾

							Washingt	on, D.	C. 2054	19					OMB	APPRO	VAL		
						ENT OF CHANGES IN BENEFICIAL OWNERSHIP									OMB Number: 3235-02				
Sectio obligat		Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934											Estimated average burden hours per response: 0						
Instruc	tion 1(b).			FII	ed purs or	Section 30(I	n) of the In	vestme	ent Cor	es Exchange A npany Act of 19	Act of 1934 940			<u></u>					
1		Reporting Person*				uer Name a				mbol			tionship of R		Person	(s) to Issue	r		
<u>Valenti</u>	<u>ne John A</u>	<u>\.</u>		BRP Group, Inc. [BRP]									Director 10% Owner						
(Last) (First) (Middle)													X Officer (give title below) X Other (specify below)						
1 ° ′	P GROUP, I		()			3. Date of Earliest Transaction (Month/Day/Year) 09/30/2022							Chief Partnership Officer / Member of 10% owner group						
4211 W.	BOY SCO	UT BLVD., SUI	TE 800			0,2022								owne	a grou	þ			
(Street)												_							
TAMPA FL 33607					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person						
												X	Form filed	by More	e than C	ne Reporti	ng Person		
(City)	(State)	(Zip)			<u> </u>													
			Table I - No			_			l, Dis	,		-			1				
1. Title of	Security (Ins	tr. 3)		2. Trans Date (Month/I		2A. Deer Execution (Free any Execution)	on Date,	3. Trans Code	action	4. Securities A Disposed Of (Acquired (A D) (Instr. 3,) or 4 and 5)	5. Amount o Securities Beneficially		Form:	Direct	7. Nature of Indirect Beneficial		
				(MOIIIIII	Jay/Tea			8)					Following R Transaction		(I) (Ins	tr. 4)	Ownership (Instr. 4)		
								Code	v	Amount	(A) or (D)	Price	(Instr. 3 and	4)					
Class B Common Stock				09/30/2022				G	v	15,511(1)	D	\$0	154,338		I I I		By Trust ⁽²⁾		
Class B Common Stock			09/30/2022				G	v	15,511 ⁽¹⁾	A	\$ <mark>0</mark>	907,797		D					
Class B G	Common Ste	ock		09/30)/2022			G	v	154,338(3)	D	\$0	0				By Trust ⁽²⁾		
Class B G	Common Sto	ock		09/30)/2022			G	v	154,338(3)	Α	\$0	394,3	38	1 1 1		By Trust ⁽⁴⁾		
Class B Common Stock				09/30)/2022	2		G	v	5,912(5)	D	\$0	1,122				By Trust ⁽⁶⁾		
Class B Common Stock			09/30/2022				G	v	5,912(5)	A	\$ <mark>0</mark>	913,709			D				
Class B Common Stock			09/30/2022				G	v	1,122 ⁽⁷⁾	D	\$0	0			I H				
Class B Common Stock			09/30/2022				G	v	1,122 ⁽⁷⁾	Α	\$0	395,460				By Trust ⁽⁴⁾			
										osed of, or			ned						
4. Title of		3. Transaction			outs,	5. Number				onvertible	1	-	8. Price of	9. Numl		40	11. Natur		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year	4. Trans Code 8)		Derivative Acquired (A Disposed o 3, 4 and 5)	Securities A) or of (D) (Instr.	Exp (Mo	piration onth/Day		of Securit Underlyin Derivative (Instr. 3 a	g Security	Derivative Security (Instr. 5)	derivati Securiti Benefic Owned	ve ies ially	10. Ownership Form: Direct (D) or Indirect	of Indirect Beneficia Ownersh		
	Security					0, 1 and 0,		┢			(Amount		Followi Reporte	ng ed	(I) (Instr. 4			
				Code	v	(A)	(D)	Dat	te ercisabl	Expiration Date	Title	or Number of Shares		Transac (Instr. 4					
LLC Units																	+		
in Baldwin	\$0	09/30/2022		G	v		15,511 ⁽¹⁾		(8)	(8)	Class A Common	15,511	\$0	154,	338	I	By Trust		
Risk Partners,							10,011				Stock	10,011							
LLC LLC Units					-			-											
in Baldwin Risk Partners,	\$0	09/30/2022		G	v	15,511 ⁽¹⁾			(8)	(8)	Class A Common Stock	15,511	\$0	907,	,797	D			
LLC Units				-	<u> </u>			_											
in Baldwin Risk Partners,	\$0	09/30/2022		G	v		154,338 ⁽³)	(8)	(8)	Class A Common Stock	154,338	\$0	C)	I	By Trust ⁽		
LLC LLC Units				+				+											
in Baldwin Risk Partners, LLC	\$0	09/30/2022		G V		154,338 ⁽³⁾		(8)		(8)	Class A Common Stock	154,338	\$ 0 394,33		338	I	By Trust ⁽		

Class A Common Stock

5,912

\$<mark>0</mark>

1,122

I

(8)

			Table II - D					ed, Dispos ptions, co				ned			
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)	Transaction D Code (Instr. A 8) D		Derivative Acquired (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)		9. Number of derivative Securities Beneficially Owned	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	(I) (Instr. 4)	
LLC Units in Baldwin Risk Partners, LLC	\$0	09/30/2022		G	v	5,912 ⁽⁵⁾		(8)	(8)	Class A Common Stock	5,912	\$0	913,709	D	
LLC Units in Baldwin Risk Partners, LLC	\$0	09/30/2022		G	v		1,122 ⁽⁷⁾	(8)	(8)	Class A Common Stock	1,122	\$0	0	I	By Trust ⁽⁶⁾
LLC Units in Baldwin Risk Partners, LLC	\$0	09/30/2022		G	v	1,122 ⁽⁷⁾		(8)	(8)	Class A Common Stock	1,122	\$0	395,460	I	By Trust ⁽⁴⁾
	Name and Address of Reporting Person Valentine John A.						1			1	1	1	1	1	
(Last)		(First)	(Middle)			-									
	P GROUP, I														
4211 W.	BOY SCO	UT BLVD., SUI	TE 800			_									
(Street) TAMPA		FL	33607												
(City)		(State)	(Zip)												
John A	. Valentin	Reporting Person [*] le 2019 Grant tember 30, 20	tor Retained A	Annu	i <u>ty</u>										
(Last)	P GROUP, I	(First)	(Middle)			-									
		UT BLVD., SUI													
(Street) TAMPA FL 33607															
(City)		(State)	(Zip)			-									
		Reporting Person*				-									
			of the John A ned Annuity												
		<u>· 30, 2020</u>	<u>nea Annaity</u>	<u>11ust</u>	,										
(Last)		(First)	(Middle)			-									
	P GROUP, I BOY SCO	NC. UT BLVD., SUI	TE 800												
(Street) TAMPA		FL	33607			-									
(City)		(State)	(Zip)			-									
Explanatio	n of Respons	ses:													

Explanation of Responses:

1. These securities were transferred from the John A. Valentine 2019 Grantor Retained Annuity Trust Dated September 30, 2019 to John Valentine.

2. These securities are directly held by the John A. Valentine 2019 Grantor Retained Annuity Trust Dated September 30, 2019, of which the reporting person serves as the sole trustee and beneficiary.

3. These securities were transferred from the John A. Valentine 2019 Grantor Retained Annuity Trust Dated September 30, 2019 to Sarah S. Valentine, as trustee of the John A. Valentine 2019 Irrevocable Trust Dated September 27, 2019.

4. These securities are held by the John A. Valentine 2019 Irrevocable Trust Dated September 27, 2019, of which Sarah S. Valentine, the reporting person's spouse, serves as the sole trustee.

5. These securities were transferred from the John A. Valentine 2020 Grantor Retained Annuity Trust Dated September 30, 2020 to John Valentine.

6. These securities are directly held by the John A. Valentine 2020 Grantor Retained Annuity Trust Dated September 30, 2020, of which the reporting person serves as the sole trustee and beneficiary.

7. These securities were transferred from the John A. Valentine 2020 Grantor Retained Annuity Trust Dated September 30, 2020 to Sarah S. Valentine, as trustee of the John A. Valentine 2019 Irrevocable Trust Dated September 27, 2019.

8. 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.

Remarks:

/s/ Seth Cohen, as Attorney-in Fact, for John A. Valentine /s/ Seth Cohen as Attorney-in Fact, for John A. Valentine 2019 Grantor Retained Annuity Trust Dated September 30, 2019

10/17/2022

10/17/2022

/s/ Seth Cohen as Attorney-in 10/17/2022 Fact, for John A. Valentine 2020 Grantor Retained Annuity

** 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.