

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

| | | |
|--|---|---|
| 1. Name and Address of Reporting Person* <u>Sherman Laura</u> <hr/> (Last) (First) (Middle) C/O BRP GROUP, INC. 4211 W. BOY SCOUT BLVD., SUITE 800 <hr/> (Street) TAMPA FL 33607 <hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>BRP Group, Inc. [BRP]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Member of 10% owner group</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) 11/16/2023 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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) | 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 B Common Stock | 11/16/2023 | | G | | 6,372 | D | \$0 | 60,992 | I | By Trust ⁽¹⁾ |
| Class B Common Stock | 11/16/2023 | | G | | 6,372 | A | \$0 | 6,372 | D | |
| Class B Common Stock | 11/16/2023 | | G | | 9,106 | D | \$0 | 0 | I | By Trust ⁽²⁾ |
| Class B Common Stock | 11/16/2023 | | G | | 9,106 | A | \$0 | 15,478 | D | |
| Class B Common Stock | 11/17/2023 | | G | | 15,478 | D | \$0 | 0 | D | |
| Class B Common Stock | 11/17/2023 | | G | | 15,478 | A | \$0 | 2,233,182 | I | By Trust ⁽³⁾ |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| LLC Units in Baldwin Risk Partners, LLC | \$0 | 11/16/2023 | | G | | 6,372 | | (4) | (4) | Class A Common Stock | 6,372 | \$0 | 60,992 | I | By Trust ⁽¹⁾ |
| LLC Units in Baldwin Risk Partners, LLC | \$0 | 11/16/2023 | | G | | 6,372 | | (4) | (4) | Class A Common Stock | 6,372 | \$0 | 6,372 | D | |
| LLC Units in Baldwin Risk Partners, LLC | \$0 | 11/16/2023 | | G | | 9,106 | | (4) | (4) | Class A Common Stock | 9,106 | \$0 | 0 | I | By Trust ⁽²⁾ |
| LLC Units in Baldwin Risk Partners, LLC | \$0 | 11/16/2023 | | G | | 9,106 | | (4) | (4) | Class A Common Stock | 9,106 | \$0 | 15,478 | D | |
| LLC Units in Baldwin Risk Partners, LLC | \$0 | 11/17/2023 | | G | | 15,478 | | (4) | (4) | Class A Common Stock | 15,478 | \$0 | 0 | D | |

**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| LLC Units in Baldwin Risk Partners, LLC | \$0 | 11/17/2023 | | G | | 15,478 | | (4) | (4) | Class A Common Stock | 15,478 | \$0 | 2,233,182 | I | By Trust ⁽³⁾ |

1. Name and Address of Reporting Person*

[Sherman Laura](#)

(Last) (First) (Middle)

C/O BRP GROUP, INC.

4211 W. BOY SCOUT BLVD., SUITE 800

(Street)

TAMPA FL 33607

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Laura R. Sherman GRAT 2019-2 Dated September 30, 2019](#)

(Last) (First) (Middle)

C/O BRP GROUP, INC.

4211 W. BOY SCOUT BLVD., SUITE 800

(Street)

TAMPA FL 33607

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Laura R. Sherman, as Trustee of the Laura R. Sherman GRAT 2020-1, dated September 30, 2020](#)

(Last) (First) (Middle)

C/O BRP GROUP, INC.

4211 W. BOY SCOUT BLVD., SUITE 800

(Street)

TAMPA FL 33607

(City) (State) (Zip)

Explanation of Responses:

1. These securities are directly held by the Laura R. Sherman Trust, GRAT 2019-2 Dated September 30, 2019, of which the reporting person serves as the sole trustee.
2. These securities are directly held by the Laura R. Sherman GRAT 2020-1 Dated September 30, 2020, of which the reporting person serves as the sole trustee.
3. These securities are directly held by the Laura R. Sherman Trust, dated April 15, 2019, of which the reporting person serves as the sole trustee and beneficiary.
4. Each LLC Unit, together with a share of Class B common stock, may be exchanged 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 Laura Sherman](#) 11/20/2023

[/s/ Seth Cohen as Attorney-in-Fact, for Laura R. Sherman GRAT 2019-2 Dated September 30, 2019](#) 11/20/2023

[/s/ Seth Cohen as Attorney-in-Fact, for Laura R. Sherman GRAT 2020-1 Dated September 30, 2020](#) 11/20/2023

** 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.