FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Vashington,	DС	20549	
vasimigton,	D.O.	20070	

OTATEMENT		011411050		DENIEFIOIAL	014/115501115
STATEMENT	OF	CHANGES	IN	BENEFICIAL	OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average	burden								
hours per response	: 0.5								

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

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

Name and Address of Reporting Person*     Cohen Seth Bala				2. Issuer Name <b>and</b> Ticker or Trading Symbol BRP Group, Inc. [ BRP ]								(Che	eck all app Direc	licable)	1	Person(s) to Issur 10% Owne Other (spe			
(Last)	(Fir P GROUP, I	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 04/01/2023									belov	v) ``		elow)	specify
4211 W.	BOY SCOU	JT BLVD., SUI	TE 800	)	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable ine)					
(Street) TAMPA	FL	3	3607			X Form filed by One Reporting Person  Form filed by More than One Reporting Person													
(City)	(Sta	ate) (Z	Zip)		Rul	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 - No	n-Deriva	tive S	Secu	rities	Acq	uired	, Dis	posed of	, or E	Bene	eficia	lly Own	ed			
Date			2. Transact Date (Month/Day	Execution I		Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)		, 4 and Securi Benefi Owner		cially I Following	6. Owners Form: Dir (D) or Indi (I) (Instr. 4	ect rect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	Amount	(A) (D)	or	Price		ed ection(s) 3 and 4)			(instr. 4)					
Class A C	Common Sto	ock		04/01/2	2023				A		14,959(1)	A	1	\$ <mark>0</mark>	2	4,032	D		
Class A Common Stock 04/01/20					-				F		3,789(2)	D		\$25.4	6 2	0,243	D		
Class A Common Stock 04/01/2				2023				A		3,799(3)	A	1	<b>\$0</b>	0 24,042		D			
Class A C	Common Sto	ock		04/01/2	2023		J 60 <sup>(4)</sup>				Г	)	\$25.4	· ·					
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any			4. Transa Code ( 8)		of Deriv Secu Acqu (A) o Disport of (D	r osed ) r. 3, 4	Expirat	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		erivative	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Owner Form Direct or Ind (I) (In	(D) irect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code V		(A)	(D)	Date Exercisable		Expiration Date	Title	Number of						

## **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, 2022.
- 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
- 3. Represents restricted shares of Class A common stock that vest in five equal installments on each of March 15, 2024, March 15, 2025, March 15, 2026, March 15, 2027, and March 15, 2028, in each case subject to Mr. Cohen'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 3 filed February 2, 2022.

## Remarks:

/s/ Seth Cohen 04/04/2023

\*\* 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).

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.