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

1. Name and Address of Reporting Person [*] <u>Mark G. Morse Family Trust u/a/d</u> <u>9/8/2005</u>			2. Date of B Requiring S (Month/Day 10/28/202	Statement y/Year)	3. Issuer Name and Ticker or Trading Symbol BRP Group, Inc. [BRP]						
(Last) (First) (Middle) 3619 KIESSEL RD)			4. Relationship of Reporting Pers (Check all applicable) Director X Officer (give title below)			(Mont y 6. Ind	 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 		
(Street) THE VILLAGES	FL 32163						Sciewy	X	Form filed by	One Reporting Person More than One rson	
(City)	(State) (Zip)										
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)				Beneficially Owned (Instr. 4) Form: Dire		3. Ownership Form: Direct or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Class B Common Stock				3,077,559(1)(2)(5)		I	The Villages Invesco, LLC ⁽³⁾		co, LLC ⁽³⁾		
Class B Common Stock				3,186,246 ⁽¹⁾⁽²⁾⁽⁵⁾		I	Insura Inc. ⁽⁴⁾	Insurance Agencies of The Villages, Inc. ⁽⁴⁾			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)		E	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities L Derivative Security (Instr. 4)		Underlying	4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title		ount or nber of ıres	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
LLC Units in Baldwin Risk Partners, LLC		LLC	(6)	(6)	Class A Common Stock	3,0	77 ,5 59 ⁽¹⁾⁽⁵⁾⁽⁶⁾	0	I	The Villages Invesco, LLC ⁽³⁾	
LLC Units in Baldwin Risk Partners, LLC		LLC	(6)	(6)	Class A Common Stock	3,1	86,246 ⁽¹⁾⁽⁵⁾⁽⁶⁾	0	I	Insurance Agencies of The Villages, Inc. ⁽⁴⁾	

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, of which the reporting person owns one-third of the ownership interests.

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

5. 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 and Mark G. Morse, its trustee, disclaims ownership of the reported securities except to the extent of their own pecuniary interest therein.

6. 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.

Mark G. Morse, as trustee	<u>10/28/2019</u>
** 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 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.