

GoodRx

GoodRx Announces Pricing of Initial Public Offering

September 22, 2020

SANTA MONICA, Calif.--([BUSINESS WIRE](#))--GoodRx Holdings Inc., a leading consumer-focused digital healthcare platform in the United States, today announced the pricing of its initial public offering of 34,615,384 shares of its Class A common stock at a price to the public of \$33.00 per share. Of the offered shares, 23,422,727 shares are being offered by GoodRx and 11,192,657 shares are being offered by certain of GoodRx's existing selling shareholders. The underwriters have a 30-day option to purchase up to an additional 5,192,307 shares of Class A common stock from GoodRx at the initial public offering price less underwriting discounts and commissions. GoodRx will not receive any proceeds from any sale of shares by the selling shareholders.

The shares are expected to begin trading on the NASDAQ Global Select Market on September 23, 2020, under the ticker symbol "GDRX". The offering is expected to close on September 25, 2020, subject to customary closing conditions.

GoodRx will receive net proceeds of approximately \$725 million after deducting underwriting discounts and commissions and offering expenses, and intends to use the net proceeds from the initial public offering for general corporate purposes to support the growth of its business.

Morgan Stanley, Goldman Sachs & Co. LLC, J.P. Morgan and Barclays are acting as lead bookrunners for the offering. BofA Securities, Citigroup, Credit Suisse Securities (USA) LLC, RBC Capital Markets, UBS Investment Bank, Cowen, Deutsche Bank Securities, and Evercore ISI are acting as additional bookrunners, and Citizens Capital Markets, KKR Capital Markets, LionTree Advisors, Raymond James, SVB Leerink, Academy Securities, Loop Capital Markets, R. Seelaus & Co., LLC and Ramirez & Co., Inc. are acting as co-managers for the offering.

The offering of these securities is being made only by means of a prospectus. Copies of the final prospectus relating to this offering, when available, may be obtained from: Morgan Stanley & Co. LLC, Attention: Prospectus Department, 180 Varick Street, 2nd Floor, New York, NY 10014; Goldman Sachs & Co. LLC, Attention: Prospectus Department, 200 West Street, New York, New York 10282, telephone: 1-866-471-2526, facsimile: 212-902-9316 or by emailing prospectus-ny@ny.email.gs.com; J.P. Morgan Securities LLC, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York 11717, collect telephone: 1-212-834-4533, or by emailing at prospectus-eg_fi@jpmchase.com; or Barclays Capital Inc., c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717 or by email at barclaysprospectus@broadridge.com or telephone at 1-888-603-5847.

In addition to the shares of Class A common stock sold in the public offering, GoodRx announced that entities affiliated with Silver Lake, an existing stockholder, will purchase 3,030,303 shares of Class A common stock in a private placement at a price per share equal to the initial public offering price, subject to customary closing conditions. The sale of these shares will not be registered under the Securities Act of 1933, as amended. The closing of the initial public offering is not conditioned upon the closing of the private placement.

A registration statement relating to the sale of these securities was declared effective by the Securities and Exchange Commission on September 22, 2020. This press release shall not constitute an offer to sell or the solicitation of an offer to buy these securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

About GoodRx

GoodRx's mission is to help Americans get the healthcare they need at a price they can afford. GoodRx's leading digital platform for consumer healthcare products and services connects consumers with affordable and convenient prescriptions and medical care, including telehealth, mail order prescriptions, doctor visits, and lab tests. GoodRx has helped Americans save over \$20 billion since 2011 and was the #1 most downloaded medical app in the last three years.



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