

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <u>Bezdek Trevor</u> <hr/> (Last) (First) (Middle) C/O GOODRX HOLDINGS, INC. 2701 OLYMPIC BOULEVARD <hr/> (Street) SANTA MONICA CA 90404 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GoodRx Holdings, Inc. [ GDRX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>Chairman</b></p>
3. Date of Earliest Transaction (Month/Day/Year) <u>06/07/2024</u>		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
4. If Amendment, Date of Original Filed (Month/Day/Year)		
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 A Common Stock	06/07/2024		G		2,632,721	D	\$0	2,632,721	D	
Class A Common Stock	06/07/2024		G		2,632,721	A	\$0	2,632,721	I	By Spouse
Class A Common Stock	06/10/2024		G		2,632,721	D	\$0	0	I	By Spouse
Class A Common Stock	06/10/2024		G		2,632,721 <sup>(1)</sup>	A	\$0	2,632,721	I	By JB 2024 GRAT <sup>(1)</sup>
Class A Common Stock	06/10/2024		G		2,632,721	D	\$0	0	D	
Class A Common Stock	06/10/2024		G		2,632,721 <sup>(2)</sup>	A	\$0	2,632,721	I	By TB 2024 GRAT <sup>(2)</sup>

**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					

**Explanation of Responses:**

- On June 10, 2024, Jana Bezdek, the reporting person's spouse, contributed a total of 2,632,721 shares of GoodRx Class A common stock to the JB 2024 GRAT (the "JB 2024 GRAT"). Jana Bezdek serves as the sole trustee and sole annuitant of the JB 2024 GRAT. The reporting person has no pecuniary interest in or voting or investment control over the shares of Class A Common Stock held by the JB 2024 GRAT and disclaims beneficial ownership of such shares. This filing is not an admission or acknowledgment that the reporting person is the beneficial owner of such shares.
- On June 10, 2024 the reporting person contributed a total of 2,632,721 shares of GoodRx Class A common stock to the TB 2024 GRAT (the "TB 2024 GRAT"). The reporting person serves as the sole trustee and sole annuitant of the TB 2024 GRAT. This transfer is a transaction exempt from reporting pursuant to Rule 16a-13.

**Remarks:**

/s/ Gracye Cheng, Attorney-in-Fact for Trevor Bezdek 06/11/2024

\*\* 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.