

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

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>Silver Lake Group, L.L.C.</u>			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 <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/24/2021</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		
<u>C/O SILVER LAKE</u> <u>2775 SAND HILL ROAD, SUITE 100</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>MENLO PARK CA 94025</u>								
(City) (State) (Zip)								

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	05/24/2021		M ⁽¹⁾		6,441	A	(1)	3,474,313	I	Held through SLP Geology Aggregator, L.P. ⁽⁴⁾
Class A Common Stock	05/24/2021		P		33,425	A	\$32.3217 ⁽²⁾	3,507,738	I	Held through SLP Geology Aggregator, L.P. ⁽⁴⁾
Class A Common Stock	05/24/2021		P		24,538	A	\$32.7612 ⁽³⁾	3,532,276	I	Held through SLP Geology Aggregator, L.P. ⁽⁴⁾

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		Date Exercisable	Expiration Date						Title
Class B Common Stock	(5)	05/24/2021		M ⁽¹⁾		6,441	(5)	(5)	Class A Common Stock	6,441	\$0.00	125,995,332	I	Held through SLP Geology Aggregator, L.P. ⁽⁴⁾

1. Name and Address of Reporting Person* <u>Silver Lake Group, L.L.C.</u>		
(Last)	(First)	(Middle)
<u>C/O SILVER LAKE</u> <u>2775 SAND HILL ROAD, SUITE 100</u>		
(Street) <u>MENLO PARK CA 94025</u>		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[SLTA V \(GP\), L.L.C.](#)

(Last) (First) (Middle)

[C/O SILVER LAKE](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK CA 94025](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Silver Lake Technology Associates V, L.P.](#)

(Last) (First) (Middle)

[C/O SILVER LAKE](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK CA 94025](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SLP Geology GP, L.L.C.](#)

(Last) (First) (Middle)

[C/O SILVER LAKE](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK CA 94025](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SLP Geology Aggregator, L.P.](#)

(Last) (First) (Middle)

[C/O SILVER LAKE](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK CA 94025](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Mondre Greg](#)

(Last) (First) (Middle)

[C/O SILVER LAKE](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK CA 94025](#)

(City) (State) (Zip)

Explanation of Responses:

1. Represents a conversion of shares of Class B common stock, par value \$0.0001 per share ("Class B Common Stock") of the Issuer into shares of Class A common stock, par value \$0.0001 per share ("Class A Common Stock") on a one-for-one basis.
2. Represents shares of Class A Common Stock purchased in multiple transactions at prices ranging from \$31.62 to \$32.615. The price reported is a weighted average price. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the Staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares of Class A common stock purchased at each separate price within the range set forth in this footnote.
3. Represents shares of Class A Common Stock purchased in multiple transactions at prices ranging from \$32.62 to \$32.94. The price reported is a weighted average price. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the Staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares of Class A common stock purchased at each separate price within the range set forth in this footnote.
4. Represents securities held by SLP Geology Aggregator, L.P. ("SLP Geology"). SLP Geology GP, L.L.C. ("SLP Geology GP") is the general partner of SLP Geology. Silver Lake Technology Associates V, L.P. ("SLTA V") is the managing member of SLP Geology GP. SLTA V (GP), L.L.C. ("SLTA V GP") is the general partner of SLTA V. Silver Lake Group, L.L.C. ("SLG") is the managing member of SLTA V GP. Mr. Greg Mondre serves as a member of the board of directors of GoodRx Holdings, Inc. (the "Issuer") and as a Co-CEO and Managing Partner of SLG. Each of SLP Geology, SLP Geology GP, SLTA V, SLTA V GP and SLG may be deemed to be a director by deputation of the Issuer.
5. Shares of Class B Common Stock of the Issuer are exchangeable at any time, at the option of the holder, into an equal number of shares of Class A Common Stock of the Issuer.

Remarks:

The Reporting Persons are jointly filing this Form 4 pursuant to Rule 16a-3(f) under the Exchange Act. This filing shall not be deemed an admission that the Reporting Persons are beneficial owners of all

securities covered by this filing for purposes of Section 16 of the Exchange Act or otherwise, and each Reporting Person disclaims beneficial ownership of these securities, except to the extent of such Reporting Person's pecuniary interest therein, if any.

By: /s/ Greg Mondre, Co-CEO
of Silver Lake Group, L.L.C. 05/26/2021

By: /s/ Greg Mondre, Co-CEO
of Silver Lake Group, L.L.C.,
managing member of SLTA V
(GP), L.L.C. 05/26/2021

By: /s/ Greg Mondre, Co-CEO
of Silver Lake Group, L.L.C.,
managing member of SLTA V
(GP), L.L.C., general partner of
Silver Lake Technology
Associates V, L.P. 05/26/2021

By: /s/ Greg Mondre, Co-CEO
of Silver Lake Group, L.L.C.,
managing member of SLTA V
(GP), L.L.C., general partner of
Silver Lake Technology
Associates V, L.P., managing
member of SLP Geology GP,
L.L.C. 05/26/2021

By: /s/ Greg Mondre, Co-CEO
of Silver Lake Group, L.L.C.,
managing member of SLTA V
(GP), L.L.C., GP of Silver
Lake Technology Associates V,
L.P., managing member of SLP
Geology GP, L.L.C., GP of
SLP Geology Aggregator, L.P. 05/26/2021

/s/ Greg Mondre 05/26/2021

** 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.