SEC Form 4

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | |
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

| 1. Name and Address of Reporting Person* | 2. Issuer Name **and** Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|---|---|---|
| Hirsch Douglas Joseph | GoodRx Holdings, Inc. [ GDRX ] | ☑ Director ☐ 10% Owner |
| (Last) (First) (Middle) | Foreign Trading Symbol | ☐ Officer (give title below) ☐ Other (specify below) |
| C/O GOODRX HOLDINGS, INC. | 3. Date of Earliest Transaction (Month/Day/Year) | |
| 2701 OLYMPIC BOULEVARD | 10/26/2026 | |
| (Street) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| SANTA MONICA CA 90404 | | ☑ Form filed by One Reporting Person |
| (City) (State) (Zip) | | ☐ Form filed by More than One Reporting Person |

### 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 | 10/26/2026 | | M | | 20,521 | A | (1) | 341,457 | D | |
| Class A Common Stock | | | | | | | | 543,377 | I | By DH 2024-2 GRAT(2) |
| Class A Common Stock S | | | | | | | | 2,089,343 | I | By DH 2025 GRAT(3) |
| Class A Common Stock | | | | | | | | 1 | I | By Spouse |
| Class A Common Stock | | | | | | | | 543,377 | I | By CH 2024-2 GRAT(4) |
| Class A Common Stock S | | | | | | | | 2,089,343 | I | By CH 2025 GRAT(5) |

### 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 | Title | Amount or Number of Shares | | | | |
| Restricted Stock Unit | (1) | 10/26/2026 | | M | | | 20,521 | (6) | (6) | Class A Common Stock | 20,521 | $0 | 20,521 | D | |

**Explanation of Responses:**

1. Each restricted stock unit represents a contingent right to receive one share of Class A common stock.

2. Share held directly by DH 2024 -2 GRAT, a grantor retained annuity trust (the "DH 2024-2 GRAT"). The Reporting Person serves as the sole trustee and sole annuitant of the DH 2024-2 GRAT.

3. Share held directly by DH 2025 GRAT, a grantor retained annuity trust (the "DH 2025 GRAT"). The Reporting Person serves as the sole trustee and sole annuitant of the DH 2025 GRAT.

4. Share held directly by CH 2024-2 GRAT, a grantor retained annuity trust (the "CH 2024-2 GRAT"). Chona Hirsch, the Reporting Person's spouse, serves as the sole trustee and sole annuitant of the CH 2024-2 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 CH 2024-2 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.

5. Share held directly by CH 2025 GRAT, a grantor retained annuity trust (the "CH 2025 GRAT"). Chona Hirsch, the Reporting Person's spouse, serves as the sole trustee and sole annuitant of the CH 2025GRAT. The Reporting Person has no pecuniary interest in or voting or investment control over the shares of Class A Common Stock held by the CH 2025 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.

6. The restricted stock unit award vests as to one-third of the shares underlying the award on each of the first three anniversaries of the grant date, beginning on October 26, 2025, subject to continued service through the applicable vesting date.

**Remarks:**

/s/ Gracye Cheng, Attorney-in-Fact for Douglas Joseph Hirsch 10/26/2026

** 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.**