

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

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> <hr/> (Last) (First) (Middle) C/O SILVER LAKE 2775 SAND HILL ROAD, SUITE 100 <hr/> (Street) MENLO PARK CA 94025 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/23/2020	3. Issuer Name and Ticker or Trading Symbol <u>GoodRx Holdings, Inc. [GDRX]</u>	
		4. 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)	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	3,030,303	I	Held through SLP Geology Aggregator, L.P. ⁽¹⁾⁽²⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Redeemable Convertible Preferred Stock	(3)	(3)	Class B Common Stock ⁽⁴⁾	126,045,531 ⁽³⁾	(3)	I	Held through SLP Geology Aggregator, L.P. ⁽¹⁾⁽²⁾

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

1. Name and Address of Reporting Person* <u>SLTA V (GP), L.L.C.</u> <hr/> (Last) (First) (Middle) C/O SILVER LAKE 2775 SAND HILL ROAD, SUITE 100 <hr/> (City) (State) (Zip)

(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, 55 HUDSON YARDS,
550 WEST 34TH STREET, 40TH FLOOR

(Street)
NEW YORK NY 10001

(City) (State) (Zip)

Explanation of Responses:

1. This Form 3 is filed by SLP Geology Aggregator, L.P. ("SLP Geology"), SLP Geology GP, L.L.C. ("SLP Geology GP"), Silver Lake Technology Associates V, L.P. ("SLTA V"), SLTA V (GP), L.L.C. ("SLTA V GP"), and Silver Lake Group, L.L.C. ("SLG"). 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 deputization of the Issuer.
2. Represents securities held by SLP Geology. SLP Geology GP is the general partner of SLP Geology. SLTA V is the managing member of SLP Geology GP. SLTA V GP is the general partner of SLTA V. SLG is the managing member of SLTA V GP.
3. Shares of Redeemable Convertible Preferred Stock are convertible, at the option of the holder or automatically immediately prior to the closing of the initial public offering of the Issuer, into an equal number of shares of Class A common stock, \$0.0001 par value per share ("Class A Common Stock") of the Issuer, which shares of Class A Common Stock of the Issuer will be automatically immediately exchanged for an equal number of shares of Class B common stock, par value \$0.0001 per share ("Class B Common Stock") of the Issuer, pursuant to an Exchange Agreement with the Issuer, dated September 13, 2020.
4. 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 the Issuer.

Remarks:

The Reporting Persons are jointly filing this Form 3 pursuant to Rule 16a-3(j) 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 and Managing
Partner of Silver Lake
Group, L.L.C. 09/23/2020

By: /s/ Greg Mondre, Co-
CEO and Managing
Partner of Silver Lake
Group, L.L.C., managing
member of SLTA V (GP),
L.L.C. 09/23/2020

By: /s/ Greg Mondre, Co-
CEO and Managing
Partner 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. 09/23/2020

By: /s/ Greg Mondre, Co-
CEO and Managing
Partner 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. 09/23/2020

By: /s/ Greg Mondre, Co-
CEO and Managing
Partner 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. 09/23/2020

/s/ Greg Mondre 09/23/2020
** 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.