SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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)
Barnes Wendy Lynn (Last) (First) (Middle) C/O GOODRX HOLDINGS, INC. 2701 OLYMPIC BOULEVARD (Street) SANTA MONICA CA 90404 (City) (State) (Zip)	GoodRx Holdings, Inc. [GDRX] Foreign Trading Symbol 3. Date of Earliest Transaction (Month/Day/Year) 10/15/2026 4. If Amendment, Date of Original Filed (Month/Day/Year)	☑ Director ☐ 10% Owner ☑ Officer (give title below) ☐ Other (specify below) See Remarks 6. Individual or Joint/Group Filing (Check Applicable Line) ☑ Form filed by One Reporting Person ☐ 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	10/15/2026		M		115,149	A	(1)	856,806	D	
Class A Common Stock	10/15/2026		F		50,021	D	$3.38	806,785	D	
Class A Common Stock	10/15/2026		M		51,177	A	(1)	857,962	D	
Class A Common Stock	10/15/2026		F		22,232	D	$3.38	835,730	D	
Class A Common Stock	10/15/2026		M		110,963	A	(1)	946,693	D	
Class A Common Stock	10/15/2026		F		48,203	D	$3.38	898,490	D	

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)	10/15/2026		M			115,149	(2)	(2)	Class A Common Stock	115,149	$0	1,036,335	D	
Restricted Stock Unit	(1)	10/15/2026		M			51,177	(3)	(3)	Class A Common Stock	51,177	$0	51,177	D	
Restricted Stock Unit	(1)	10/15/2026		M			110,963	(4)	(4)	Class A Common Stock	110,963	$0	998,668	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of Class A common stock.
2. The restricted stock unit award will vest as to 25% of the underlying shares on January 15, 2026 with the remaining 75% to vest in approximately equal quarterly installments thereafter for 12 quarters.
3. The restricted stock unit award will vest as to 50% of the underlying shares on January 15, 2026 with the remaining 50% to vest in approximately equal quarterly installments thereafter for 4 quarters.
4. The restricted stock units will vest ratably in 12 equal quarterly installments, with the first vesting occurring on April 15, 2026, and subject to continued service through each applicable vesting date.

Remarks:

Chief Executive Officer and President

/s/ Gracye Cheng, Attorney-in-Fact for Wendy Lynn Barnes — 10/15/2026

** 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.