SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287							
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* Walker Chris L (Last) (First) (Middle) 300 N. BEACH STREET		I Person [*]	2. Issuer Name and Ticker or Trading Symbol BROWN & BROWN, INC. [BRO]		ationship of Reporting P k all applicable) Director Officer (give title	erson(s) to Issuer 10% Owner Other (specify
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2022		below) EVP and Pres. Prog	below) rams Segment
(Street) DAYTONA BEACH	FL	32114	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Fil Form filed by One Re Form filed by More th	eporting Person
(City)	(State)	(Zip)			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)	Code (Instr.		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				
Common Stock, \$.10 par value	02/24/2022		F		17,356 ⁽¹⁾	D	\$64.23	116,074	D			
Common Stock, \$.10 par value	02/25/2022		F		6,3 07 ⁽²⁾	D	\$66.15	123,491	D			
Common Stock, \$.10 par value	02/26/2022		F		8,237 ⁽³⁾	D	\$67.59	133,179 ⁽⁴⁾	D			
Common Stock, \$.10 par value (2010 SIP)								22,166 ⁽⁵⁾	D			
Common Stock, \$10 par value (2019 SIP)								35,628 ⁽⁶⁾	D			

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ite	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				

Explanation of Responses:

1. Shares were withheld by the Company solely to cover the income tax withholding requirements associated with the vesting of 37,771 shares of stock under the Company's 2010 Stock Incentive Plan ("2010 SIP").

2. Shares were withheld by the Company solely to cover the income tax withholding requirements associated with the vesting of 13,724 shares of stock under the Company's 2010 SIP.

3. Shares were withheld by the Company solely to cover the income tax withholding requirements associated with the vesting of 17,925 shares of stock under the Company's 2010 SIP.

4. A total of 549 of these shares were acquired through the Company's Employee Stock Purchase Plan in July 2021. Number of shares may vary due to dividend reinvestment.

5. These securities were granted pursuant to the Company's 2010 SIP. The Reporting Person has voting rights and dividend entitlement with respect to these shares, but full ownership will not vest until the satisfaction of service-based conditions.

6. These securities were granted pursuant to the Company's 2019 Stock Incentive Plan ("2019 SIP"). With respect to securities that are restricted stock awards, the Reporting Person has voting rights and dividend entitlement with respect to these shares, but full ownership will not vest until the satisfaction of service-based conditions. With respect to securities that are restricted stock units, the Reporting Person has dividend equivalent entitlement, but shares will not be delivered until the satisfaction of service-based conditions or the Reporting Person's qualified retirement.

Remarks:

/s/ Anthony M. Robinson, per 02/28/2022

power of attorney

** 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.