# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
notruction 1/h)

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 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*  STRIANESE ANTHONY T					2. Issuer Name and Ticker or Trading Symbol BROWN & BROWN, INC. [ BRO ]									heck all	applic irecto	cable) or	Person(s) to Is	Owner			
(Last) 220 SOU	(Fii TH RIDGE	rst) (	Middle) JE			3. Date of Earliest Transaction (Month/Day/Year) 02/21/2020									A t	elow)	er (give title Other (spe w) below) P and Pres, Wholesale Seg.		)``		
(Street) DAYTON BEACH (City)	FL	FL 32114 (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)									ne) X F F	ual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person					
(=:5)				n-Deriv	ative	Se	curitie	s Ac	quired,	Dis	posed o	f, or	Bene	ficia	ally Ov	vned	<u> </u>				
1. Title of Security (Instr. 3) 2. Tr			Date	. Transaction Pate Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (	3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			5. Amount of and Securities Beneficially Owned Follow		es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(	(A) or (D)	Price	Tr	teported ransaction(s) nstr. 3 and 4)			(Instr. 4)		
Common Stock, \$10 par value (2019 SIP) 02/21/.				/2020	2020			A		2,576	1)	A	\$0.00		2,576		D				
Common	Stock, \$.10	par value (2010	SIP)	02/21	/2020	)			A		31,979	(2)	A	\$ <mark>0</mark> .	00	0 214,071 <sup>(3)</sup> D					
Common	Stock, \$.10	par value										$\perp$				66,149 <sup>(4)</sup> D					
Common	Stock, \$.10	par value (PSP)													30,304 <sup>(5)</sup> 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)	ve Conversion Date Execution Date, or Exercise (Month/Day/Year) if any		4. Transa Code ( 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration (Month/E			e Amount of		unt ber	ıt r		. Number of lerivative securities beneficially bwned following keported ransaction(sinstr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				

# **Explanation of Responses:**

- 1. These securities were granted pursuant to the Company's 2019 Stock Incentive Plan ("2019 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.
- 2. These securities were granted pursuant to the Company's 2010 Stock Incentive Plan ("2010 SIP"). The initial grant was made on February 24, 2017, but was subject to the satisfaction of performance-based conditions established in connection with this grant. On February 21, 2020, the Company confirmed the satisfaction of the performance-based conditions established in connection with this grant, and the Reporting Person has voting rights and dividend entitlement with respect to these shares, but full ownership will not vest until the satisfaction of additional service-based conditions.
- 3. 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
- 4. A total of 862 of these shares were acquired through the Company's Employee Stock Purchase Plan in July 2019. Number of shares may vary due to dividend reinvestment.
- 5. These securities were granted pursuant to the Company's Performance Stock Plan ("PSP"). Based on the satisfaction of conditions established pursuant to the PSP, the Reporting Person has voting rights and dividend entitlement with respect to these shares based on the satisfaction of certain performance-based criteria, but full ownership will not vest until the satisfaction of additional conditions.

# Remarks:

/s/ Robert W. Lloyd, for Anthony T. Strianese, per Power of Attorney

02/24/2020

\*\* 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 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.