

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

**ANNUAL 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

1. Name and Address of Reporting Person* <u>VARNER CHILTON D</u>  (Last) (First) (Middle) 300 N. BEACH STREET  (Street) DAYTONA FL 32114 BEACH  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BROWN &amp; BROWN, INC. [ BRO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, \$.10 par value	08/18/2016		L5	90	A	\$18.19	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	11/10/2016		L5	2	A	\$18.33	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	11/10/2016		L5	96	A	\$18.92	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	02/06/2017		L5	2	A	\$20.32	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	02/16/2017		L5	84	A	\$21.74	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	05/17/2017		L5	88	A	\$20.93	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	08/16/2017		L5	84	A	\$22.11	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	11/08/2017		L5	84	A	\$24.66	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	02/14/2018		L5	81	A	\$25.68	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	05/18/2018		L5	75	A	\$27.54	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	08/15/2018		L5	70	A	\$29.63	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	11/07/2018		L5	77	A	\$28.93	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	02/20/2019		L5	76	A	\$29.16	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	05/17/2019		L5	70	A	\$31.8	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	08/14/2019		L5	62	A	\$35.98	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	11/20/2019		L5	63	A	\$37.92	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	02/19/2020		L	49	A	\$48.33	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value	05/20/2020		L	62	A	\$38.73	59,660 <sup>(1)(2)</sup>	D	
Common Stock, \$.10 par value (Jointly Owned)							11,449 <sup>(2)</sup>	D <sup>(3)</sup>	

**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)
					(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

1. Amount reflects the correction of a clerical error in a filing made on January 23, 2008 that understated the reporting person's direct holdings by 20 shares.

2. Amount reflects a correction to certain of the reporting person's previous filings, which understated the reporting person's direct holdings held individually by 15,751 and overstated the reporting person's direct holdings held jointly with spouse by 15,751.

3. Owned jointly with spouse.

**Remarks:**

/s/ Chilton S. Varner

02/05/2021

\*\* 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.

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