| SEC | Form | 4 |
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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

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.

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 [*] MULSHINE BRENDAN MARTIN | | | 2. Issuer Name and Ticker or Trading Symbol <u>RYAN SPECIALTY HOLDINGS, INC.</u> [RYAN | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|------------------------|---------------------------|--|----------|--|---|--|--|--|
| MOLSHINE BRENDAN MAKTIN | | | 1 | 1 | Director | 10% Owner | | | |
| (Last) 155 NORTH W | (First) ACKER DRIVE | (Middle) 5, SUITE 4000 | 3. Date of Earliest Transaction (Month/Day/Year) 04/01/2025 | | Officer (give title below) EVP & Chief Rev | Other (specify below) venue Officer | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv | vidual or Joint/Group Filing | (Check Applicable Line) | | | |
| (Street) | | | | X | Form filed by One Rep | orting Person | | | |
| CHICAGO | IL | 60606 | | | Form filed by More that | n One Reporting Person | | | |
| (City) | (State) | (Zip) | Derivative Securities Acquired Disposed of an Papafiai | | | | | | |

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) | Transaction Di Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned Following Reported | Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership |
|---------------------------------|--|---|--------------------------------|---|--|---------------|---------|--|---|-------------------------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Class A Common Stock | 04/01/2025 | | М | | 1,226 | A | (1) | 75,818 | D | |
| Class A Common Stock | 04/01/2025 | | F | | 452 | D | \$73.87 | 75,366 | 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 | | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transac Code (In 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | ate | e and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | Ownership Form: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|------------|---|---------------------------------|---|--|-------|---------------------|--|----------------------------|--------------------------------------|--|----------------------------------|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |
| Restricted LLC Units | (2) | 04/01/2025 | | М | | | 1,226 | (2) | (2) | Class A Common Stock | 1,226 | \$0 | 0 | D | |

Explanation of Responses:

1. The Restricted LLC Units of New Ryan Specialty, LLC (the "LLC") vested and, at the option of the Issuer, settled into shares of Class A common stock of the Issuer.

2. Represents Restricted LLC Units of the LLC granted on March 18, 2022 which vested on April 1, 2025. Such grant was approved by the Board of the Issuer for purposes of Rule 16(b)(3). Each Restricted LLC Unit represents a contingent right to receive on vesting (i) one Common Unit of the LLC and one share of Class B common stock of the Issuer or (ii) at the option of the issuer, one share of Class A common stock of the Issuer. The Common Units are exchangeable on a one-for-one basis for Class A common stock.

Remarks:

| /s/ Mark S. Katz, as Attorney-in- | 04/02/2025 |
|-----------------------------------|------------|
| Fact | 04/02/2023 |
| ** 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.