

# FORM 4

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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *        |  |  | 2. Issuer Name and Ticker or Trading Symbol       |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)  |  |  |
| <b>Rechterman Barbara J</b>                      |  |  | <b>GoDaddy Inc. [ GDDY ]</b>                      |  |  | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Chief Marketing Officer</b> |  |  |
| (Last) (First) (Middle)                          |  |  | 3. Date of Earliest Transaction (MM/DD/YYYY)      |  |  |   |  |  |
| <b>C/O GODADDY INC., 14455 N.<br/>HAYDEN RD.</b> |  |  | <b>9/5/2017</b>                                   |  |  |   |  |  |
| (Street)   |  |  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)   |  |  |
| <b>SCOTTSDALE, AZ 85260</b>                      |  |  |   |  |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |  |  |
| (City) (State) (Zip)                             |  |  |   |  |  |   |  |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security<br>(Instr. 3)                | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |               | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|----------------|---|------------------------------|---|---|---------------|---|---|---|
|   |                |   | Code                         | V | Amount  | (A) or<br>(D) |   |   |   |
| Class A Common Stock, par value \$0.001 per share | 9/5/2017       |   | X                            |   | 17500   | A             | \$7.4023  | 54741   | D   |
| Class A Common Stock, par value \$0.001 per share | 9/5/2017       |   | S (1)                        |   | 17500   | D             | \$44.6127 (2)   | 37241   | D   |
| Class A Common Stock, par value \$0.001 per share | 9/5/2017       |   | S                            |   | 4314 (3)  | D             | \$44.8124   | 32927   | D   |
| Class A Common Stock, par value \$0.001 per share | 9/6/2017       |   | X                            |   | 17500   | A             | \$7.4023  | 50427   | D   |
| Class A Common Stock, par value \$0.001 per share | 9/6/2017       |   | S (1)                        |   | 17500   | D             | \$43.7887 (4)   | 32927   | D   |

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | 3A. Deemed<br>Execution<br>Date, if any | 4. Trans.<br>Code<br>(Instr. 8) |   | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) |     | 6. Date Exercisable and<br>Expiration Date |                    | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|--|-------------------|---|---------------------------------|---|---|-----|--|--------------------|--|----------------------------------|---|--|---|--|
|  |  |                   |   | Code                            | V | (A)   | (D) | Date<br>Exercisable                        | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |   |  |   |  |
| Employee Stock<br>Option (right to<br>buy)     | \$7.4023   | 9/5/2017          |   | X                               |   | 17500   |     | (5)  | 12/16/2021         | Class A<br>Common Stock,<br>par value \$0.001<br>per share                                 | 17500.0                          | \$0   | 398547   | D   |  |
| Employee Stock<br>Option (right to<br>buy)     | \$7.4023   | 9/6/2017          |   | X                               |   | 17500   |     | (5)  | 12/16/2021         | Class A<br>Common Stock,<br>par value \$0.001<br>per share                                 | 17500.0                          | \$0   | 381047   | D   |  |

### Explanation of Responses:

- The shares were sold pursuant to a 10b5-1 trading plan.
- The sale price for this transaction represents the weighted average sale price of the shares sold, ranging from \$44.42 to \$44.86 per share. Upon request by the Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- Represents shares of Class A Common Stock of the Company sold to satisfy the Reporting Person's tax withholding obligations resulting from the vesting of RSUs granted to the Reporting Person on June 8, 2016.
- The sale price for this transaction represents the weighted average sale price of the shares sold, ranging from \$43.61 to \$43.99 per share. Upon request by the Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- 20% of the shares underlying the option vested on each of December 16, 2012, 2013 and 2014. The remaining 40% vested in 24 equal monthly installments thereafter.

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| <b>Rechterman Barbara J<br/>C/O GODADDY INC.<br/>14455 N. HAYDEN RD.<br/>SCOTTSDALE, AZ 85260</b> |               |           | <b>Chief Marketing Officer</b> |       |

**Signatures****Marc Padwe, Attorney-in-Fact****9/6/2017**

—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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