

FORM 4

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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).

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

**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 * Chen Roger <small>(Last) (First) (Middle)</small> C/O GODADDY INC., 2155 E. GODADDY WAY <small>(Street)</small> TEMPE, AZ 85284 <small>(City) (State) (Zip)</small> | 2. Issuer Name and Ticker or Trading Symbol GoDaddy Inc. [GDDY] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">10/2/2023</p> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Operating Officer |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|---|------------|-------------------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Stock | 10/2/2023 | | M | | 3,750 | A | \$30.16 | 176,466 | D | |
| Class A Common Stock | 10/2/2023 | | M | | 1,250 | A | \$30.16 | 177,716 | D | |
| Class A Common Stock | 10/2/2023 | | S ⁽¹⁾ | | 5,000 | D | \$74.307 ⁽²⁾ | 172,716 | D | |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 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 of Derivative Security: 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 | | | | |
| Employee Stock Option (right to buy) | \$30.16 | 10/2/2023 | | M | | 3,750 | | (3) | 6/10/2025 | Class A Common Stock | 3,750 | \$0 | 48,625 | D | |
| Employee Stock Option (right to buy) | \$30.16 | 10/2/2023 | | M | | 1,250 | | (4) | 6/10/2025 | Class A Common Stock | 1,250 | \$0 | 47,375 | D | |

Explanation of Responses:

- (1) The shares were sold pursuant to a 10b5-1 trading plan.
- (2) The sale price for this transaction represents the weighted average sale price of the shares sold, ranging from \$73.96 to \$74.53 per share. Upon request by the Commission staff or a security holder of the Issuer, the Issuer or the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- (3) 25% of the shares underlying the option vested on June 10, 2016 and the remaining 75% vested in 3 equal annual installments thereafter.
- (4) 100% of the shares underlying the option vested on February 25, 2019.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Chen Roger | | | | |

| | | | |
|--|--|-------------------------|--|
| C/O GODADDY INC. 2155 E. GODADDY WAY TEMPE, AZ 85284 | | Chief Operating Officer | |
|--|--|-------------------------|--|

Signatures

Marc Padwe, Attorney-in-Fact

10/4/2023

 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.

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