FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

<b>STATEMENT</b>	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

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).

Centerbridge Associates III, L.P.

375 PARK AVENUE, 11TH FLOOR

(First)

(Middle)

(Last)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

moude	ction 1(b).									mpany Act							
1. Name and Address of Reporting Person* <u>CCP III Cayman GP Ltd.</u>			2. Issuer Name and Ticker or Trading Symbol GoHealth, Inc. [ GOCO ]							Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner							
(Last) (First) (Middle) 375 PARK AVENUE, 11TH FLOOR				3. Date of Earliest Transaction (Month/Day/Year) 11/29/2022								Officer (give title Other (specify below) below)					
(Street) NEW YORK NY 10152			4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  X Form filed by More than One Reporting								
(City)	(5	itate)	(Zip)								Person						
		Tab	le I - Non-Deriv	vative	e Se	curiti	ies A	quir	red, Dis	posed o	f, or l	Benefic	cially Own	ed			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execu	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquire Disposed Of (D) (Inst				5. Amount of Securities Beneficially Owned Following		6. Owners Form: Dire (D) or Indirect (I) (Instr. 4)	oct Indirect Owners	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount	(A) or (D)	Price		Reported Transaction( (Instr. 3 and				
Class A (	Class A Common Stock 11/29/2022					P		3,83	3 A	\$10.	7674 <sup>(1)</sup>	3,562,93	32	Ι	See footne	otes(2)(3)(4)	
Class A (	Common S	tock	11/29/2022				P		48,74	6 A	\$11.	5823(5)	3,611,67	78	I	See	otes(2)(3)(4)
Class A (	A Common Stock 11/29/20		11/29/2022				P		30,78	5 A	\$12.2664 <sup>(6)</sup>		3,642,463 I		I	See footnotes <sup>(2)(3)(4)</sup>	
Class A (	Common S	mmon Stock 11/30/2022					P		15,10	4 A	\$12.7784 <sup>(7)</sup>		3,657,567		I	See footnotes <sup>(2)(3)(1</sup>	
Class A (	ss A Common Stock 11/30/20		11/30/2022				P		141,3	22 A	A \$13.4986 <sup>(8)</sup>		3,798,889		I	I See footnotes	
Class A Common Stock 11/30/20		11/30/2022				P		28,43	9 A	\$14.3197 <sup>(9)</sup>				I	See footno	See footnotes(2)(3)(4)	
		7	able II - Deriva) e.g., ړ							osed of, convertil				d			
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	Cod	Transaction of Code (Instr. 8) Sc AA (A Di of (Instr. B) (Instr. B)		f Ex		Date Exercisable and piration Date onth/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	deriv Secu Bene Own Follo Repo	owing orted saction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Cod	de V	. (4	A) (D)	Da Ex	ite ercisable	Expiration Date	Title	Amoun or Number of Shares	r				
		of Reporting Person	n*				-	-									
(Last) 375 PAR	RK AVENU	(First) JE, 11TH FLO	(Middle)														
(Street) NEW Y	ORK	NY	10152														
(City)		(State)	(Zip)														
1. Name a	nd Address	of Reporting Perso	on*														

	NY	10152
(City)	(State)	(Zip)
	ss of Reporting Person*  VII Holdings, L.P	<u>.</u>
(Last) 375 PARK AVE	(First) NUE, 11TH FLOOR	(Middle)
(Street) NEW YORK	NY	10152
(City)	(State)	(Zip)
	is of Reporting Person* Co-Invest Holding	<u>ss, L.P.</u>
(Last) 375 PARK AVE	(First) NUE, 11TH FLOOR	(Middle)
(Street) NEW YORK	NY	10152
(City)	(State)	(Zip)
1. Name and Addres Blizzard Agg	is of Reporting Person* regator, LLC	
(Last) 375 PARK AVE	(First) NUE, 11TH FLOOR	(Middle)
(Street) NEW YORK	NY	10152
(City)	(State)	(Zip)
1. Name and Addres Aronson Jeffr	ss of Reporting Person*	
	(First)	(Middle)
(Last) 375 PARK AVE	NUE, 11TH FLOOR	
		10152
375 PARK AVE		10152 (Zip)
375 PARK AVEI (Street) NEW YORK (City)  1. Name and Address	NY	(Zip)
(Street) NEW YORK (City)  1. Name and Addres CB Blizzard I (Last)	NY (State) ss of Reporting Person*	(Zip)
(Street) NEW YORK (City)  1. Name and Addres CB Blizzard I (Last)	NY  (State)  ss of Reporting Person*  Lower Holdings G  (First)  NUE, 11TH FLOOR	(Zip)
(Street) NEW YORK (City)  1. Name and Addres CB Blizzard I (Last) 375 PARK AVE	NY  (State)  ss of Reporting Person*  Lower Holdings G  (First)  NUE, 11TH FLOOR	(Zip)  GP A, LLC  (Middle)
375 PARK AVEN (Street) NEW YORK (City)  1. Name and Addres (Last) 375 PARK AVEN (Street) NEW YORK (City)  1. Name and Addres	NY  (State)  is of Reporting Person*  Lower Holdings G  (First)  NUE, 11TH FLOOR  NY	(Zip)  SP A, LLC  (Middle)  10152  (Zip)
(Street) NEW YORK (City)  1. Name and Addres CB Blizzard I (Last) 375 PARK AVEN (Street) NEW YORK (City)  1. Name and Addres CB Blizzard I (Last) (Last)	NY  (State)  Is of Reporting Person*  Lower Holdings G  (First)  NUE, 11TH FLOOR  NY  (State)  Is of Reporting Person*	(Zip)  SP A, LLC  (Middle)  10152  (Zip)
(Street) NEW YORK (City)  1. Name and Addres CB Blizzard I (Last) 375 PARK AVEN (Street) NEW YORK (City)  1. Name and Addres CB Blizzard I (Last) (Last)	NY  (State) ss of Reporting Person* Lower Holdings G  (First) NUE, 11TH FLOOR  NY  (State) ss of Reporting Person* Lower Holdings A  (First) NUE, 11TH FLOOR	(Zip)  GP A, LLC  (Middle)  10152  (Zip)  L, L.P.

1. Name and Address CB Blizzard		on* gs GP B, LLC	
(Last)	(First)	(Middle)	
375 PARK AVE	NUE, 11TH FLC	OR	
(Street)			
NEW YORK	NY	10152	
(City)	(State)	(Zip)	
1. Name and Addres  CB Blizzard			
(Last)	(First)	(Middle)	
375 PARK AVE	NUE, 11TH FLC	OR	
(Street)			_
NEW YORK	NY	10152	
(City)	(State)	(Zip)	

## Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$10.61 to \$10.92. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- 2. Following the transactions reported herein, includes (i) 2,712,197 shares of Class A Common Stock held of record by CB Blizzard Lower Holdings A, L.P. ("CB Blizzard A") and (ii) 1,115,131 shares of Class A Common Stock held of record by CB Blizzard Holdings C, L.P. ("CB Blizzard C").
- 3. CCP III Cayman GP Ltd. ("CCP GP") is the general partner of CB Blizzard C and may be deemed to share beneficial ownership of the securities held of record by CB Blizzard C. CCP GP is also the general partner of Centerbridge Associates III, L.P., which is the general partner of each of CCP III AIV VII Holdings, L.P. and CB Blizzard Co-Invest Holdings, L.P., which are the owners of CB Blizzard Lower Holdings GP A, LLC, which is the general partner of CB Blizzard A. as a result, each of the foregoing entities may be deemed to share beneficial ownership of the securities held of record by CB Blizzard A. CCP GP is also the sole manager of Blizzard Aggregator, LLC, which is the owner of CB Blizzard Lower Holdings GP B, LLC, which is the general partner of CB Blizzard Lower Holdings B, L.P. ("CB Blizzard B"). As a result, each of the foregoing entities may be deemed to share beneficial ownership of the securities held of record by CB Blizzard B").
- 4. Jeffrey H. Aronson is the sole director of CCP GP and, as a result, may be deemed to share beneficial ownership of the securities held of record by each of CB Blizzard A, CB Blizzard C and CB Blizzard B. However, none of the foregoing should be construed in and of itself as an admission by Mr. Aronson or by any Reporting Person as to beneficial ownership of securities owned by another Reporting Person. In addition, Mr. Aronson expressly disclaims beneficial ownership of the securities held of record by each of CB Blizzard A, CB Blizzard C and CB Blizzard B, except to the extent of any proportionate pecuniary interest therein.
- 5. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$11.01 to \$11.99. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- 6. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$12.00 to \$12.69. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- 7. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$12.18 to \$12.99. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- 8. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$13.00 to \$13.96. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- 9. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$14.00 to \$14.50. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

## Remarks:

Due to the limitations of the electronic filing system, CB Blizzard Holdings C, L.P. is filing on a separate Form 4.

CCP III CAYMAN GP LTD. By: /s/ Susanne V. Clark, 12/01/2022 Authorized Signatory **CENTERBRIDGE** ASSOCIATES III, L.P., By: CCP III CAYMAN GP LTD., 12/01/2022 its general partner, By: /s/ Susanne V. Clark, Authorized **Signatory** CCP III AIV VII HOLDINGS, L.P., By: **CENTERBRIDGE** ASSOCIATES III, L.P., general partner, By: CCP III 12/01/2022 CAYMAN GP LTD., its general partner, By: /s/ Susanne V. Clark, Authorized **Signatory** CB BLIZZARD CO-INVEST HOLDINGS, L.P., By: **CENTERBRIDGE** ASSOCIATES III, L.P., its general partner, By: CCP III 12/01/2022 CAYMAN GP LTD., its general partner, By: /s/ Susanne V. Clark, Authorized **Signatory** 

BLIZZARD AGGREGATOR, LLC, By: CCP III CAYMAN 12/01/2022 GP LTD., its sole manager, By: /s/ Susanne V. Clark, <u>Authorized Signatory</u> JEFFREY H. ARONSON By: 12/01/2022 /s/ Jeffrey H. Aronson CB BLIZZARD LOWER HOLDINGS GP A, LLC By: 12/01/2022 /s/ Susanne V. Clark, **Authorized Signatory** CB BLIZZARD LOWER HOLDINGS A, L.P., By: CB **BLIZZARD LOWER** HOLDINGS GP A, LLC, its 12/01/2022 general partner, By: /s/ Susanne V. Clark, Authorized **Signatory CB BLIZZARD LOWER** HOLDINGS GP B, LLC By: 12/01/2022 /s/ Susanne V. Clark, **Authorized Signatory** CB BLIZZARD LOWER HOLDINGS B, L.P., By: CB **BLIZZARD LOWER** 12/01/2022 HOLDINGS GP B, LLC, its general partner, By: /s/ Susanne V. Clark, Authorized **Signatory** 

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).