# United States Securities and Exchange Commission

Washington, D.C. 20549

# Schedule 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No.)\*

# GoHealth, Inc.

(Name of Issuer)

Class A Common Stock, \$0.0001 par value per share (Title of Class of Securities)

> 38046W105 (CUSIP Number)

December 31, 2020 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

□ Rule 13d-1(c)

⊠ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

00011	140, 500		5 Schedule 156	1 age 1 01 12		
1	1 Names of Reporting Persons		porting Persons			
	ССР	III (	Cayman GP Ltd.			
2	Check the Appropriate Box if a Member of a Group					
	(a)  (b)  (c)  (c)  (c)  (c)  (c)  (c)  (c)  (c					
3	SEC Use Only					
4 Citizenship or Place of Organization						
	Cayman Islands					
		5	Sole Voting Power			
Nu	mber of		0			
S	hares	6	Shared Voting Power			
	Beneficially Owned by Each Reporting		121,475,638			
			Sole Dispositive Power			
P	erson		0			
	With	8	Shared Dispositive Power			
			121,475,638			
9						
	121,475,638					
10						
	Not Applicable					
11						
	73.6%					
12			orting Person			
	00					
L						

CUSIP No. 38046W105 Schedule 13G Page 2 of 12 Names of Reporting Persons 1 Centerbridge Associates III, L.P. Check the Appropriate Box if a Member of a Group 2 (b) (a) 🗆 SEC Use Only 3 Citizenship or Place of Organization 4 Delaware Sole Voting Power 5 0 Number of Shared Voting Power 6 Shares Beneficially 40,682,961 Owned by Sole Dispositive Power Each 7 Reporting Person 0 With Shared Dispositive Power 8 40,682,961 Aggregate Amount Beneficially Owned by Each Reporting Person 9 40,682,961 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares **Not Applicable** Percent of Class Represented by Amount in Row 9 11 48.3% Type of Reporting Person 12 PN

1	Names	of Re	f Reporting Persons				
	ССР	III A	IV VII Holdings, L.P.				
2	Check	Check the Appropriate Box if a Member of a Group					
	(a) 🗆	(t					
3	SEC Use Only						
4	Citizenship or Place of Organization						
	Delay						
		5	Sole Voting Power				
Nu	mber of		0				
S	hares	6	Shared Voting Power				
	eficially /ned by		23,129,333				
	Each porting	7	Sole Dispositive Power				
Р	erson		0				
	With	8	Shared Dispositive Power				
			23,129,333				
9	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person				
	23,129,333						
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares						
	Not Applicable						
11	Percent of Class Represented by Amount in Row 9						
	27.5%						
12			orting Person				
	PN						
	PN						

CUSIP No. 38046W105 Schedule 13G Page 4 of 12 Names of Reporting Persons 1 CB Blizzard Co-Invest Holdings, L.P. Check the Appropriate Box if a Member of a Group 2 (b) (a) 🗆 SEC Use Only 3 Citizenship or Place of Organization 4 Delaware Sole Voting Power 5 0 Number of Shared Voting Power 6 Shares Beneficially 17,553,628 Owned by Sole Dispositive Power Each 7 Reporting Person 0 With Shared Dispositive Power 8 17,553,628 Aggregate Amount Beneficially Owned by Each Reporting Person 9 17,553,628 10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares **Not Applicable** Percent of Class Represented by Amount in Row 9 11 20.9% Type of Reporting Person 12 PN

CUSIF NO. 30040 W 105		10111	05 Schedule 15G	Page 5 01 12		
1	Names	of Re	eporting Persons			
	Blizz	ard A	Aggregator, LLC			
2	Check the Appropriate Box if a Member of a Group					
	(a) □ (b) □					
3	3 SEC Use Only					
4	4 Citizenship or Place of Organization					
	Delay	ware				
		5	Sole Voting Power			
-	mber of	6	0 Shared Voting Power			
	hares eficially	0				
	ned by		80,792,677			
	Each	7	Sole Dispositive Power			
	porting erson					
	With	8	0 Shared Dispositive Power			
		0				
			80,792,677			
9	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person			
	80 79	2 67'	7			
10	80,792,677 Check if the Aggregate Amount in Row (9) Excludes Certain Shares					
	Not Applicable					
11	11 Percent of Class Represented by Amount in Row 9					
	49.0%					
12			orting Person			
	00 (	Limi	ted Liability Company)			

00011	110. 500	10111	5 Schedule 156	rage 0 01 12		
1	Names	of Re	eporting Persons			
	Jeffr	ey Ai	ronson			
2	Check the Appropriate Box if a Member of a Group					
	(a) 🗆	(1				
3 SEC Use Only						
5						
4	Citizenship or Place of Organization					
	United States					
	Onic	5	Sole Voting Power			
Nui	mber of		0			
	hares	6	Shared Voting Power			
Ben	eficially ned by		121,475,638			
I	Each	7	Sole Dispositive Power			
	porting erson					
	erson With					
		8	Shared Dispositive Power			
			121,475,638			
9	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person			
	121,4	75 6	38			
10			Aggregate Amount in Row (9) Excludes Certain Shares			
	Not Applicable					
11 Percent of Class Represented by Amount in Row 9						
	73.6%					
12			orting Person			
	IN					

# ITEM 1. (a) Name of Issuer:

GoHealth, Inc. (the "Issuer").

#### (b) Address of Issuer's Principal Executive Offices:

214 West Huron St., Chicago, Illinois, 60654.

# ITEM 2. (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

CCP III Cayman GP Ltd. ("CCP GP"); Centerbridge Associates III, L.P. ("Centerbridge Associates"); CCP III AIV VII Holdings, L.P. ("CCP III"); CB Blizzard Co-Invest Holdings, L.P. ("CB Blizzard"); Blizzard Aggregator, LLC ("Blizzard Aggregator"); and Jeffrey Aronson.

# (b) Address of Principal Business Office:

The principal business address of the Reporting Persons is 375 Park Avenue, 11th Floor, New York, New York 10152.

## (c) Citizenship of each Reporting Person is:

CCP GP is organized under the laws of the Cayman Islands. Mr. Aronson is a citizen of the United States. Each of the other Reporting Persons is organized under the laws of the State of Delaware.

#### (d) Title of Class of Securities:

Class A Common Stock, \$0.0001 par value per share ("Class A Common Stock").

## (e) CUSIP Number:

38046W105

#### ITEM 3.

Not applicable.

#### ITEM 4. Ownership.

(a-c)

Schedule 13G

The ownership information presented below represents beneficial ownership of Class A Common Stock of the Issuer as of December 31, 2020 based upon 84,182,961 shares of Class A Common Stock outstanding as of November 6, 2020 as reported in the quarterly report on Form 10-Q filed with the Securities and Exchange Commission on November 13, 2020 and assumes the redemption of the LLC Interests held of record by Blizzard Aggregator as of the date hereof. The LLC Interests may be redeemed at any time for shares of Class A Common Stock on a one-to-one basis.

Reporting Person	Amount beneficially owned	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
CCP III Cayman GP Ltd.	121,475,638	73.6%	0	121,475,638	0	121,475,638
Centerbridge Associates III, L.P.	40,682,961	48.3%	0	40,682,961	0	40,682,961
CCP III AIV VII Holdings, L.P.	23,129,333	27.5%	0	23,129,333	0	23,129,333
CB Blizzard Co-Invest Holdings, L.P.	17,553,628	20.9%	0	17,553,628	0	17,553,628
Blizzard Aggregator, LLC	80,792,677	49.0%	0	80,792,677	0	80,792,677
Jeffrey Aronson	121,475,638	73.6%	0	121,475,638	0	121,475,638

CCP III is the record holder of 23,129,333 shares of Class A Common Stock. CB Blizzard is the record holder of 17,553,628 shares of Class A Common Stock. Blizzard Aggregator is the record holder of 80,792,677 LLC Interests.

CCP GP is the general partner of Centerbridge Associates, which is the general partner of each of CCP III and CB Blizzard. As a result, each of CCP GP and Centerbridge Associates may be deemed to share beneficial ownership of the Class A Common Stock held by CCP III and CB Blizzard. CCP GP is also the sole manager of Blizzard Aggregator and may be deemed to share beneficial ownership of the LLC Interests held by Blizzard Aggregator. Mark T. Gallogly retired from Centerbridge Partners, L.P. effective December 7, 2020. Jeffrey H. Aronson is the sole director of CCP GP and, as a result, may be deemed to beneficially own the securities held by each of CCP III, CB Blizzard and Blizzard Aggregator. 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 shares of Class A Common Stock held by each of CCP III and CB Blizzard, as well as the LLC Interests held by Blizzard Aggregator, except to the extent of any proportionate pecuniary interest therein.

## ITEM 5. Ownership of Five Percent or Less of a Class.

Not applicable.

#### ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

# ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

# ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

# ITEM 9. Notice of Dissolution of Group.

Not applicable.

# ITEM 10. Certification.

Not applicable.

# SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**Date**: February 4, 2021

#### CCP III Cayman GP Ltd.

By: /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

#### Centerbridge Associates III, L.P.

By: CCP III Cayman GP Ltd., its general partner

By: <u>/s/ Susanne V. Clark</u> Name: Susanne V. Clark Title: Authorized Signatory

#### CCP III AIV VII Holdings, L.P.

By: Centerbridge Associates III, L.P., its general partner By: CCP III Cayman GP Ltd., its general partner

By: /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

#### CB Blizzard Co-Invest Holdings, L.P.

By: Centerbridge Associates III, L.P., its general partner By: CCP III Cayman GP Ltd., its general partner

By: /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

**Blizzard Aggregator, LLC** By: CCP III Cayman GP Ltd., its sole manager

By: /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

# Jeffrey H. Aronson

/s/ Jeffrey H. Aronson

Schedule 13G

# LIST OF EXHIBITS

<u>Exhibit No.</u>	Description
99	Joint Filing Agreement.

#### JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree that they are jointly filing this statement on Schedule 13G. Each of them is responsible for the timely filing of such statement and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of the 4th day of February, 2021.

#### CCP III Cayman GP Ltd.

By: <u>/s/ Susanne V. Clark</u> Name: Susanne V. Clark Title: Authorized Signatory

**Centerbridge Associates III, L.P.** By: CCP III Cayman GP Ltd., its general partner

By: <u>/s/ Susanne V. Clark</u> Name: Susanne V. Clark Title: Authorized Signatory

#### CCP III AIV VII Holdings, L.P.

By: Centerbridge Associates III, L.P., its general partner By: CCP III Cayman GP Ltd., its general partner

By: /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

# CB Blizzard Co-Invest Holdings, L.P.

By: Centerbridge Associates III, L.P., its general partner By: CCP III Cayman GP Ltd., its general partner

# By: /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

# Blizzard Aggregator, LLC

By: CCP III Cayman GP Ltd., its sole manager

# By: /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

# Jeffrey H. Aronson

/s/ Jeffrey H. Aronson