FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

CURITIES AND EXCHANGE COMMI	SSION
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OMB APPROVAL										
OMB Number:	3235-0287									
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0.5

	Check this box if no longer subject to
1	Section 16. Form 4 or Form 5
	obligations may continue. See
	Instruction 1(h)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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).

	e conditions of struction 10.	f Rule 10b5-1(c).																			
1. Name and Address of Reporting Person* <u>Trujillo David</u>															Relationship of Reporting Person(s) to Issuer (Check all applicable)						
															✓ Dire	ctor			10% Ow	/ner	
(Last) (First) (Middle) 301 COMMERCE STREET, SUITE 3300						3. Date of Earliest Transaction (Month/Day/Year) 10/31/2024											Officer (give title below)			Other (specify below)	
					4. If	Ame	ndment,	Date	of Or	riginal F	iled	(Month/D	ay/Ye	ear)	6. lı	ndividual	or Joint/0	Group F	Filing	(Check Ap	olicable
(Street) FORT WORTH TX 76102																Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(8	State)	(Zip)																		
		Tab	le I - Nor	า-Deriv	ative	Sec	curitie	s Ac	qui	red, C	Disp	osed o	of, o	r Ber	neficial	ly Own	ed				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				ar) Ē	Execution f any	A. Deemed xecution Date, any //onth/Day/Year)		3. Transaction Dispose Code (Instr. 5)					d (A) or r. 3, 4 and	4 and Securiti Benefic		es ially Following		Direct Indirect Itr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									[Code	v	Amount	(A) or (D)		Price	Trans	action(s 3 and 4	tion(s)			(111341. 4)
		ī	able II -									sed of				Owne	d				-
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	Code (Inst				Expi	ate Exer iration D nth/Day/	Amount of		Security	8. Price Derivativ Security (Instr. 5)	deriv Secu Bend Own Follo Repo	owing orted saction	ly Di	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date	e rcisable		opiration	Title		Amount or Number of Shares						

Explanation of Responses:

(2)

1. On October 31, 2024, 8,564 additional units ("TPH Units") of TPG Partner Holdings, L.P. ("Partner Holdings") were allocated automatically to the Reporting Person in accordance with Partner Holdings' limited partnership agreement upon their forfeiture by a former partner of Partner Holdings.

(2)

2. Pursuant to the Amended and Restated Exchange Agreement filed by TPG Inc. (the "Issuer") with the Securities and Exchange Commission (the "Commission") on November 2, 2023, TPH Units are ultimately exchangeable for cash or, at the Issuer's election, shares of Class A common stock of the Issuer on a one-for-one basis, subject to customary conversion rate adjustments and transfer restrictions (the "exchange consideration"). Upon an exchange of TPH Units, an equal number of Common Units of TPG Operating Group II, L.P. held by TPG Group Holdings (SBS), L.P. ("Group Holdings"), of which Partner Holdings is an indirect limited partner, are exchanged on a one-for-one basis for the exchange consideration, and an equal number of shares of Class B common stock of the Issuer also held by Group Holdings will be automatically cancelled for no additional consideration. Each share of Class B common stock entitles the holder to ten votes per share but carries no economic rights.

Remarks:

TPG

Partner

Holdings

L.P. Units

(3) Bradford Berenson is signing on behalf of Mr. Trujillo pursuant to the power of attorney dated December 30, 2021, which was previously filed with the Commission.

8.564

(3) Bradford Berenson, as 11/04/2024 attorney-in-fact

** Signature of Reporting Person

Class A

Commo

Stock⁽²⁾

8,564

\$0

6 474 418

D

(2)

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).

10/31/2024

** 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.