FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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| OMB Number: | 3235-0287 |
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| Estimated average burden | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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). See Instruction 10.

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

| <u>AMERICAN</u> | s of Reporting Person* FAMILY MUTU COMPANY, S.I | | 2. Issuer Name and Ticker or Trading Symbol Bowhead Specialty Holdings Inc. [BOW] | | 5. Relationship of Reporting Person(s) to Issuer Check all applicable) X Director X 10% Owner Officer (give title below) Officer (give title below) | | | |
|------------------------|---|-------|---|------------|---|---------|--------|--|
| (Last) 6000 AMERICA | st) (First) (Middle) 00 AMERICAN PARKWAY | | 3. Date of Earliest Transaction (Month/Day/Year) 05/28/2024 | | See Re | marks | , | |
| (Street) MADISON | WI | 53783 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individ | dual or Joint/Group Filin Form filed by One Re Form filed by More th | porting | Person | |
| (City) | (State) | (Zip) | | | | | | |

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

| Thus or coounty (mounty) | 2. Transaction Date (Month/Day/Year) | 3. Transac Code (Ir 8) | tion | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities | Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------|--|---------------------------------|------|--|---------------|-------|------------|---|---|
| | | Code | v | Amount | (A) or (D) | Price | 3 and 4) | | (mou. 4) |

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

| 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) | 4. Transac Code (li 8) | | Derivative | | Derivative Securities Acquired (A) or Disposed of (D) | | Derivative Securities Acquired (A) or Disposed of (D) | | Derivative Securities Acquired (A) or Disposed of (D) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | ye Expiration Date (Month/Day/Year) d (A) or d of (D) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Securities Underlying Derivative Security (Instr. | | Securities Underlying Derivative Security (In | | r) Securities Underlying Derivative Security (Instr. | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | 10. Ownership Form: 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 | | (Instr. 4) | | | | | | | | | | | | | | | | |
| Warrant to Purchase Common Stock ⁽¹⁾ | \$17 | 05/28/2024 | | A | | 56,471 ⁽²⁾ | | 05/23/2025 ⁽³⁾ | 05/23/2034 ⁽³⁾ | Common Stock | 56,471(2) | \$0 | 1,670,721 | D | | | | | | | | | | | | | | | |
| Option (right to buy) ⁽⁴⁾ | \$17 | 05/28/2024 | | A | | 28,236 ⁽⁵⁾ | | 05/23/2027 | 05/22/2029 | Common Stock | 28,236(5) | \$0 | 816,471 | D | | | | | | | | | | | | | | | |

Explanation of Responses:

- 1. Pursuant to a Warrant Agreement, dated May 23, 2024, with the Issuer.
- 2. In accordance with its terms, the Warrant became exercisable for an additional 56,471 shares upon closing of the underwriters' over-allotment option on May 28, 2024.
- 3. This Warrant will vest as to 20% of the total number of shares subject to the Warrant on the first, second, third, fourth and fifth anniversaries of the vesting commencement date (05/23/2024).
- 4. Pursuant to a Call Option Agreement, dated May 22, 2024, with GPC Partners Investments (SPV III) LP.
- 5. In accordance with its terms, the Option became exercisable for an additional 28,236 shares upon closing of the underwriters' over-allotment option on May 28, 2024.

American Family Mutual
Insurance Company, S.I., By: /s/
Troy Van Beek, Chief Financial

05/29/2024

Officer

** 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.

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.