SEC Form 4

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Perso Steinert Langley	n*	2. Issuer Name and CarGurus, Inc.				ationship of Repor k all applicable) Director	0	(s) to Issuer L0% Owner				
(Last) (First) 2 CANAL PARK, 4TH FLOOR	(Middle)	3. Date of Earliest Tra 06/07/2021	ansaction (Mc	nth/Day/Year)	x	Officer (give titl below) Executiv		Other (specify below) an				
(Street) CAMBRIDGE MA (City) (State)	02141 (Zip)	4. If Amendment, Dat	te of Original I	Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Grc Form filed by C Form filed by N Person	ne Reportir	g Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3)	ar) 2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a	nd 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownersh Form: Dire (D) or Indir (I) (Instr. 4)	ct Indirect ect Beneficial					

	(Month/Day/rear)	0)						(1) (1150.4)	(Instr. 4)	
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
06/07/2021		S ⁽¹⁾		11,545	D	\$25.95 ⁽²⁾	978,454	D		
06/07/2021		S ⁽¹⁾		2,449	D	\$26.67 ⁽³⁾	976,005	D		
06/07/2021		S ⁽⁴⁾		1,283	D	\$25.95 ⁽²⁾	87,610	Ι	See Footnote ⁽⁵⁾	
06/07/2021		S ⁽⁴⁾		272	D	\$26.67 ⁽³⁾	87,338	I	See Footnote ⁽⁵⁾	
06/08/2021		S ⁽¹⁾		13,994	D	\$25.43(6)	962,011	D		
06/08/2021		S ⁽⁴⁾		1,555	D	\$25.43 ⁽⁶⁾	85,783	I	See Footnote ⁽⁵⁾	
	06/07/2021 06/07/2021 06/07/2021 06/08/2021	06/07/2021 06/07/2021 06/07/2021 06/07/2021 06/07/2021 06/08/2021	Code 06/07/2021 S ⁽¹⁾ 06/07/2021 S ⁽¹⁾ 06/07/2021 S ⁽⁴⁾ 06/07/2021 S ⁽⁴⁾ 06/07/2021 S ⁽¹⁾ 06/07/2021 S ⁽¹⁾	$\begin{array}{c c c c c c c c c c c c c c c c c c c $	$1 \rightarrow 1$ $2 \rightarrow 1$ $3 \rightarrow 1$ <	Image: constraint of the sector of	Image: constraint of the state of	r $r r r r r r r r r r r< r<< r<< r<< r<< r<< r<< r<< r<< r<< r<<< r<<< r<<< r<<< r<<< r<<<< r<<<<<<<<<<<<<<<<<<<<<<<<<<<<<<<<<<<<$	Image: Constraint of the sector of	

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. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)			Expiration Date Amount			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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						

Explanation of Responses:

1. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

2. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.56 to \$26.55 per share, inclusive. Information regarding the number of shares sold at each separate price will be made available from the Reporting Person upon request by the staff of the Securities and Exchange Commission, the Issuer or any security holder of the Issuer.

3. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.56 to \$26.85 per share, inclusive. Information regarding the number of shares sold at each separate price will be made available from the Reporting Person upon request by the staff of the Securities and Exchange Commission, the Issuer or any security holder of the Issuer.

4. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by The Langley Steinert Irrevocable Family Trust dated June 21, 2004.

5. These shares are owned directly by The Langley Steinert Irrevocable Family Trust dated June 21, 2004, of which the Reporting Person's children are the beneficiaries. The Reporting Person may be deemed to have indirect ownership over such shares, but expressly disclaims beneficial ownership of such shares.

6. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.12 to \$26.00 per share, inclusive. Information regarding the number of shares sold at each separate price will be made available from the Reporting Person upon request by the staff of the Securities and Exchange Commission, the Issuer or any security holder of the Issuer.

<u>/s/ Kathleen Patton, as</u> <u>attorney-in-fact</u>

06/09/2021

** 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.