SEC Form 4

FORM 4

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

OMB APPROVAL

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

	······································					
	2. Issuer Name and Ticker or Trading Symbol CarGurus, Inc. [CARG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	<u></u>	X Director X 10% Owner				
viluule)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title Other (specify below) below)				
	08/24/2021	Executive Chairman				
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
2141		X Form filed by One Reporting Person Form filed by More than One Reporting				
Zip)		Person				
v 12	2141	2. Issuer Name and Ticker or Trading Symbol CarGurus, Inc. [CARG] liddle) 3. Date of Earliest Transaction (Month/Day/Year) 08/24/2021 4. If Amendment, Date of Original Filed (Month/Day/Year) 2141				

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction Code (Instr. 3) 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a) (Nonth/Day/Year) 2. Disposed Of (D) (Instr. 3, 4 a)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	08/24/2021		S ⁽¹⁾		13,994	D	\$27.86 ⁽²⁾	1,413,494	D	
Class A Common Stock	08/24/2021		S ⁽³⁾		1,555	D	\$27.86 ⁽²⁾	136,457	Ι	See Footnote ⁽⁴⁾
Class A Common Stock	08/25/2021		S ⁽¹⁾		13,994	D	\$28.46 ⁽⁵⁾	1,399,500	D	
Class A Common Stock	08/25/2021		S ⁽³⁾		1,555	D	\$28.46 ⁽⁵⁾	134,902	Ι	See Footnote ⁽⁴⁾

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

1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Date Execution Date Transaction of Expiration Date (Month/Day/Year) Amount of Derivative derivative Ownership of Indirect Security (Instr. 3) or Exercise Price of if any (Month/Day/Year) Securities Underlying Security (Instr. 5) Securities Beneficially Form: Direct (D) Beneficial Ownership (Month/Day/Year) Code (Instr. Derivative 8) Securities or Indirect (I) (Instr. 4) Derivative Acquired Derivative Owned (Instr. 4) Security (A) or Disposed Security (Instr. 3 and 4) ollowing Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount Number Date Expiration of Shares Code v (A) (D) Exercisable Date Title

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 \$27.43 to \$28.21 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. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by The Langley Steinert Irrevocable Family Trust dated June 21, 2004.

4. 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.

5. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.16 to \$28.70 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>	
attorney-in-fact	

08/26/2021

** 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.