SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 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

	ess of Reporting Pers	2. Issuer Name and CarGurus, Inc			• •		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Steinert Lang	<u>giey</u>	,			1	2	C Director	X 10%	6 Owner				
(Last)	(First)	(Middle)	3. Date of Earliest T	ransactio	on (Mo	onth/Day/Year	2	Conficer (give title below)	e Oth belo	er (specify ow)			
2 CANAL PAR	K, 4TH FLOOR	08/05/2020					CEO and Chairman						
(Street)		4. If Amendment, Da	ate of Or	iginal	Filed (Month/		6. Individual or Joint/Group Filing (Check Applicable Line)						
CAMBRIDGE	MA	02141						2	X Form filed by One Reporting Person				
(City)	(State)	(Zip)							Form filed by M Person	lore than One I	Reporting		
(- 5)		ole I - Non-Deriva	Ative Securities A	Acquir	ed, I	Disposed	of, or	Beneficial	ly Owned				
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Ye	Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Disposed Of		ed (A) or tr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(1150.4)	(1150.4)		
Class A Commo	on Stock	08/05/202	20	S ⁽¹⁾		23,640	D	\$30.59 ⁽²⁾	636,784	D			
Class A Commo	on Stock	08/05/202	20	S ⁽¹⁾		370	D	\$31.11 ⁽³⁾	636,414	D			
Class A Commo	on Stock	08/05/202	20	S ⁽⁴⁾		1,945	D	\$30.59 ⁽²⁾	157,408	I	See Footnote ⁽⁾		
Class A Common Stock		08/05/202	20	S ⁽⁴⁾		30	D	\$31.11 ⁽³⁾	157,378	I	See Footnote		
Class A Commo	on Stock	08/06/202	20	S ⁽¹⁾		16,817	D	\$30.95 ⁽⁶⁾	619,597	D			
Class A Commo	on Stock	08/06/202	20	S ⁽¹⁾		7,193	D	\$31.68(7)	612,404	D			
					1	1	1	1		1	1		

00/00/2020		3		10,017		φ	015,557		
08/06/2020		S ⁽¹⁾		7,193	D	\$31.68(7)	612,404	D	
08/06/2020		S ⁽⁴⁾		1,383	D	\$30.95 ⁽⁶⁾	155,995	I	See Footnote ⁽⁵⁾
08/06/2020		S ⁽⁴⁾		592	D	\$31.68 ⁽⁷⁾	155,403	I	See Footnote ⁽⁵⁾
08/07/2020		S ⁽¹⁾		1,664	D	\$28 ⁽⁸⁾	610,740	D	
08/07/2020		S ⁽¹⁾		10,026	D	\$29.29 ⁽⁹⁾	600,714	D	
08/07/2020		S ⁽¹⁾		12,321	D	\$29.87(10)	588,393	D	
08/07/2020		S ⁽⁴⁾		136	D	\$28 ⁽⁸⁾	155,267	I	See Footnote ⁽⁵⁾
08/07/2020		S ⁽⁴⁾		824	D	\$29.29 ⁽⁹⁾	154,443	I	See Footnote ⁽⁵⁾
08/07/2020		S ⁽⁴⁾		1,014	D	\$29.87(10)	153,429	I	See Footnote ⁽⁵⁾
	08/06/2020 08/06/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020	08/06/2020 08/06/2020 08/06/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020 08/07/2020	08/06/2020 S ⁽⁴⁾ 08/06/2020 S ⁽⁴⁾ 08/06/2020 S ⁽⁴⁾ 08/07/2020 S ⁽¹⁾ 08/07/2020 S ⁽⁴⁾	Normalization Normaliteration Normalization Normal	08/06/2020 S ⁽⁴⁾ 1,383 08/06/2020 S ⁽⁴⁾ 1,383 08/06/2020 S ⁽⁴⁾ 592 08/07/2020 S ⁽¹⁾ 1,664 08/07/2020 S ⁽¹⁾ 10,026 08/07/2020 S ⁽¹⁾ 12,321 08/07/2020 S ⁽⁴⁾ 136 08/07/2020 S ⁽⁴⁾ 824	08/06/2020 S ⁽⁴⁾ 1,383 D 08/06/2020 S ⁽⁴⁾ 1,383 D 08/06/2020 S ⁽⁴⁾ 592 D 08/07/2020 S ⁽¹⁾ 1,664 D 08/07/2020 S ⁽¹⁾ 10,026 D 08/07/2020 S ⁽¹⁾ 12,321 D 08/07/2020 S ⁽⁴⁾ S ⁽⁴⁾ 136 D 08/07/2020 S ⁽⁴⁾ S ⁽⁴⁾ 136 D 08/07/2020 S ⁽⁴⁾ S ⁽⁴⁾ S ⁽⁴⁾ D D	OB/OF/2020 S(4) S(4) 1,383 D \$30.95(6) 08/06/2020 S(4) S(4) 1,383 D \$31.68(7) 08/07/2020 S(4) S(4) 1,664 D \$28(8) 08/07/2020 S(1) 10,026 D \$29.29(9) 08/07/2020 S(1) 12,321 D \$29.87(10) 08/07/2020 S(4) I 136 D \$28(8) 08/07/2020 S(4) I 12,321 D \$29.87(10) 08/07/2020 S(4) I 136 D \$28(8) 08/07/2020 S(4) I I I I 08/07/2020 S(4) I I I I 08/07/2020 S(4) I I I I I 08/07/2020 S(4) I I I I I I	08/06/2020 S ⁽⁴⁾ S ⁽⁴⁾ 1,383 D \$30.95 ⁽⁶⁾ 155,995 08/06/2020 S ⁽⁴⁾ S ⁽⁴⁾ S92 D \$31.68 ⁽⁷⁾ 155,403 08/07/2020 S ⁽⁴⁾ I 1,664 D \$28 ⁽⁸⁾ 610,740 08/07/2020 S ⁽¹⁾ I 10,026 D \$29.29 ⁽⁹⁾ 600,714 08/07/2020 S ⁽¹⁾ I 12,321 D \$29.87 ⁽¹⁰⁾ 588,393 08/07/2020 S ⁽⁴⁾ I 1366 D \$28 ⁽⁸⁾ 155,267 08/07/2020 S ⁽⁴⁾ I 824 D \$29.29 ⁽⁹⁾ 154,443	08/07/2020 S ⁽⁴⁾ S ⁽⁴⁾ 1,383 D \$30.95 ⁽⁶⁾ 155,995 I 08/06/2020 S ⁽⁴⁾ S ⁽⁴⁾ 592 D \$31.68 ⁽⁷⁾ 155,403 I 08/07/2020 S ⁽⁴⁾ 1 1,664 D \$28 ⁽⁸⁾ 610,740 D 08/07/2020 S ⁽¹⁾ 1 10,026 D \$29.29 ⁽⁹⁾ 660,714 D 08/07/2020 S ⁽¹⁾ 1 12,321 D \$29.87 ⁽¹⁰⁾ 588,393 D 08/07/2020 S ⁽⁴⁾ S ⁽⁴⁾ 136 D \$28 ⁽⁸⁾ 155,267 I 08/07/2020 S ⁽⁴⁾ S ⁽⁴⁾ 824 D \$29.29 ⁽⁹⁾ 154,443 I

 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)		Secu Acqu (A) o Dispo of (D	vative rities lired r osed) r. 3, 4	Expiration Date (Month/Day/Year) sed 3, 4			e and int of rities rlying ative rity (Instr. 4)	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			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 \$30.05 to \$31.04 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 \$31.05 to \$31.12 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 \$30.44 to \$31.43 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.

7. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.44 to \$31.91 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.

8. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.60 to \$28.59 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.

9. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.60 to \$29.59 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.

10. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.60 to \$30.06 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>

08/07/2020

** 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.