FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

<b>STATEMENT</b>	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

OMB APPR	OVAL						
OMB Number:	3235-0287						
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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).

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 Person*  Zales Samuel					2. Issuer Name <b>and</b> Ticker or Trading Symbol CarGurus, Inc. [ CARG ]								elationship o eck all applio Directo	able) r	g Perso	10% Ov	ner	
(Last) 2 CANA	`	irst) TH FLOOR	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 06/11/2019									Officer (give title below)  COO and		Other (s below) ident	pecity
(Street) CAMBRIDGE MA 02141  (City) (State) (Zip)				- 4. -	4. If Amendment, Date of Original Filed (Month/Day/Year)								e) <mark>X</mark> Form f Form f					
(City)			(Zip) ble I - No	on-Der	ivativ	/e Se	curi	ties Acc	uired	l, Dis	sposed of	, or Ben	eficiall	y Owned				
1. Title of Security (Instr. 3)  2. Transa Date (Month/D			action	tion 2A. Deemed Execution Date,		3. 4. Securities Acquired (A) or Transaction Code (Instr. 8)		(A) or	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	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)
Class A Common Stock 06/1				06/11	1/2019	2019		M <sup>(1)</sup>		18,000(2)	A	\$0.16	193	3,920		D		
Class A Common Stock 06/1				06/11	1/2019	:019		<b>S</b> <sup>(3)</sup>		17,900	D	\$35.47	(4) 176	5,020		D		
Class A Common Stock 06/11/2			1/2019	2019		S <sup>(3)</sup>		100	D	\$36.0	1 175	5,920		D				
			Table II								osed of, convertib			Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/Y	Date,	ate, Transa Code (				6. Date Exerc Expiration D (Month/Day/\)		ate	7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)		Derivative Security	9. Number derivative Securities Beneficial Owned Following Reported Transactio	Own Form Director In (I) (Ir	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	ion(s)		
Employee Stock Option (Right to Buy)	\$0.16	06/11/2019			M <sup>(1)</sup>			18,000 <sup>(5)</sup>	(6)		12/10/2024	Class B Common Stock	18,000	\$0	461,5	64	D	

## **Explanation of Responses:**

- 1. This stock option exercise was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- 2. Represents the conversion of Class B common stock into Class A common stock at the Reporting Person's election.
- 3. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- 4. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.01 to \$36.00 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.
- 5. Each share of Class B common stock is convertible into one share of Class A common stock at the option of the holder and has no expiration date.
- 6. This option is fully vested and exercisable

/s/ Kathleen Patton, as attorney-06/13/2019 in-fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.