SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287

to Sec obligat	this box if no le tion 16. Form 4 tions may conti ction 1(b).	Description OMB Number: 3235-0287 Estimated average burden nours per response: 0.5 OMB Number: 0.5														
	nd Address of <u>t Langley</u>	2. Issuer Name and Ticker or Trading Symbol CarGurus, Inc. [CARG]								5. Relationship of Reporting Person(s) to Issue (Check all applicable) X Director X 10% Owner						
(Last) (First) (Middle) 2 CANAL PARK, 4TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 11/09/2021							X Officer (give title Other (specify below) below) Executive Chairman				
(Street) CAMBRIDGE MA 02141					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applica Line) X Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(St	ate) (Zip)									Perso				
		Table	l - Non-Deriva	ative Secu	irities A	cquir	ed, I	Disposed	of, or	Benef	icial	ly Own	ed			
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea				Execution Date, Transactio			4. Securities Disposed Of			es ally Following	6. Ownershi Form: Direc (D) or Indirect (I) (Instr. 4)	t Inc Be Ov	Nature of lirect neficial nership str. 4)			
						Code	v	Amount	(A) or (D)	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)				(1150.4)
Class A G	Common St	ock	11/09/202	1		S ⁽¹⁾		37,315	D	\$35.9	96 ⁽²⁾	701	,581	D		
Class A G	Common St	11/09/202	1		S ⁽¹⁾		3,701	D	\$36.3	72 ⁽³⁾	697	,880	D			
Class A G	1		S ⁽¹⁾		904	D	\$37.8	33 ⁽⁴⁾	696	,976	D					
Class A Common Stock 11/				1		S ⁽¹⁾		62	D	\$38.	4 ⁽⁵⁾	696	,914	D		
Class A Common Stock			11/09/202	1		S ⁽⁶⁾		4,146	D	\$35.9	96 ⁽²⁾	58,	047	I	Se Fo	e ootnote ⁽⁷⁾
Class A Common Stock			11/09/202	1		S ⁽⁶⁾		411	D	D \$36.7		57,636		Ι	Se Fo	e ootnote ⁽⁷⁾
Class A Common Stock			11/09/202	1		S ⁽⁶⁾		101	D	\$37.8	33 ⁽⁴⁾	57,	535	Ι	Se Fo	e ootnote ⁽⁷⁾
Class A Common Stock 11			11/09/202	1		S ⁽⁶⁾		7	D	\$38.	.4 ⁽⁵⁾	57,	528	I	Se Fo	e ootnote ⁽⁷⁾
Class A Common Stock 11/10/2021						S ⁽¹⁾		24,489	D	\$37.8	81 ⁽⁸⁾	672	,425	D		
Class A Common Stock 11/10/2021						S ⁽¹⁾		12,734	D	\$38.7	77 ⁽⁹⁾	659	,691	D		
Class A Common Stock 11/10/2021				1		S ⁽¹⁾		4,759	D	\$39.1	8(10)	654	,932	D		
Class A Common Stock 11/10/202			1		S ⁽⁶⁾		2,721	D	\$37.8	81 ⁽⁸⁾	54,	807	Ι	Se Fo	e ootnote ⁽⁷⁾	
Class A Common Stock 11/1			11/10/202	1		S ⁽⁶⁾		1,415	D	\$38.3	77 ⁽⁹⁾	53,	392	Ι	Se Fo	e ootnote ⁽⁷⁾
Class A Common Stock 11/10/202			1		S ⁽⁶⁾		529	D	\$39.1	8 ⁽¹⁰⁾	52,	863	Ι	Se Fo	e ootnote ⁽⁷⁾	
Class A Common Stock 11/11/2021						S ⁽¹⁾		23,600	D	\$38.7	78 ⁽¹¹⁾	631	,332	D		
Class A Common Stock 11/11/2021						S ⁽¹⁾		18,382	D	\$39.3	6 ⁽¹²⁾	612	,950	D		
Class A Common Stock 11/11/2021						S ⁽⁶⁾		2,623	D	\$38.7	78 (11)	50,	240	I	Se Fo	e otnote ⁽⁷⁾
Class A (1		S ⁽⁶⁾		2,042	D	\$39.3	6 ⁽¹²⁾	48,	198	Ι	Se Fo	e ootnote ⁽⁷⁾			
		Та	ble II - Derivati (e.g., pı					sposed of s, convert				Ownee	d			
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. Transaction Code (Instr. 8)	5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (Instr. 3, and 5)	ve (Mo es d	piratio	xercisable and n Date ay/Year)	Amo Secu Und Deri	tle and bunt of urities erlying vative urity (Ins d 4)	D S (I	Price of Derivative Recurity nstr. 5)	9. Numb derivativ Securitie Benefici Owned Followir Reporte Transac (Instr. 4)	ve Owne es Form ally Direc or Inc g (I) (In d tion(s)		11. Nature of Indirec Beneficia Ownershi (Instr. 4)

		Tal	ole II - Derivati	ve Se	curit	ies /	Acqu	ired, Disp	osed of,	or Be	nenena	ly Owne	d		
								options, o	onvertib						
1. Title of	2.	3. Transaction	3A. Deemed	C ode		(6A)NI	ın(D ¢r	Date ExDecties Elatero			of eSalnaires	8. Price of	9. Number of	10.	11. Nature
	nooffeRespons	e(\$/tonth/Day/Year)	Execution Date, if any	Code (vative	Expiration Da (Month/Day/\		Amou Secu		Derivative Security	derivative Securities	Ownership Form:	of Indirect Beneficial
1. This sale v	Price of was effected pu	rsuant to a Rule 10b5	-1 trading plan adopt	ed by th	e Repor	Ling Acai	urities urson			Unde	rlying ative	' (Instr. 5)	Beneficially Owned	Direct (D)	Ownership
2. The reporte Security Column 4 is a weighted average price. These shares were sold (A) routiple transactions at prices ranging fisec 6013/2011st&36.31 per share, Fallowing Inform: (D)(Insta 4) ing the															
number of shares sold at each separate price will be made available from the Reporting Dispose on request by the staff of the Se3 and 4) and Exchange Commiss Reported suer or any security holder of															
the Issuer. of (D) Transaction(s)															
(Instr. 3, 4) 3. The reported price in Column 4 is a weighted average price. These shares were sold an experimentary prices ranging from \$36.32 to \$37.31 per share, inclusive. Information regarding the															

(3) The reported price in Column 4 is a weighted average price. These shares were soid and spin pupple transactions at prices ranging from \$56.32 to \$57.31 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. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.32 to \$38.31 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.

Amount

5. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$3895 to \$38.40 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.

the Issuer. Code V (A) (D) Exercisable Date Title Shares . 6. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by The Langley Steinert Irrevocable Family Trust dated June 21, 2004.

7. 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.

8. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.08 to \$38.07 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 \$38.08 to \$39.07 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 \$39.08 to \$39.48 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.

11. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.01 to \$39.00 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.

12. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.01 to \$39.71 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/ Josh Goldstein, as attorney-</u> <u>11/11/2021</u> in-fact

<u>III-Iact</u>

** 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.