SEC Form 4

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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 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 Person [*] Lomeli Kyle						2. Issuer Name and Ticker or Trading Symbol CarGurus, Inc. [CARG]								(Che	elationship o ck all applic Director	able)	g Pers	on(s) to Issi 10% Ov Other (s	vner	
(Last) 2 CANA 4TH FL(L PARK	First)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 01/19/2021									below)		ology	below) y Officer	specity	
(Street) CAMBR (City)	LIDGE N	1A State)	02141 (Zip)		_ 4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Inc Line)	Form fi	led by One led by Moi	e Repo	(Check App orting Person One Repor	n	
		Та	ble I - No	n-Deri	vativ	ve S	ecuri	ities Aco	quired,	Dis	posed of	f, or Be	enet	icially	Owned					
Da			Date	nsaction h/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed O Code (Instr.		ties Acquired (A) I Of (D) (Instr. 3, 4			Securitie Beneficia	eneficially wned Following		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Code	v	Amount (A) or (D) P			Price	Transaction(a)				(1130. 4)	
Class A Common Stock 01/1					9/202	21			М		11,800(⁽¹⁾ A		\$6.78	6.78 269,934			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. Deemec Execution E if any (Month/Day	Date, 1	1. Fransa Code (3)		Deri Sec Acq or D of (I	umber of ivative urities uired (A) Disposed D) (Instr. and 5)	Expiration Date of Securities (Month/Day/Year) Underlying Derivative Se		of Securities Underlying		Underlying Derivative Seco		ecurity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	0 N O	umber		(Instr. 4)	011(5)			

Employee Stock Option (Right to Buy)	\$6.78	01/19/2021		М			11,800 ⁽²⁾	(3)	10/15/2025	Class B Common Stock	11,800	\$0	0	
Explanation of Responses:														
1. Represents the conversion of Class B common stock into Class A common stock at the Reporting Person's election.														

2. 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.

3. This option is fully vested and exercisable.

/s/ Katl	nleen Pattor	<u>ı, as attorney-</u>	01/20/2021
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in-fact

** 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.