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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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).	

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	ess of Reporting Pers	on [*]	2. Issuer Name and Ticker or Trading Symbol CarGurus, Inc. [CARG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Steinert Lang	<u>31ey</u>			X X	Director Officer (give title	Х	10% Owner Other (specify				
(Last) 2 CANAL PAR) (First) (Middle) ANAL PARK, 4TH FLOOR		3. Date of Earliest Transaction (Month/Day/Year) 08/30/2021		below) below) Executive Chairman						
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ridual or Joint/Group I	Filing	(Check Applicable				
CAMBRIDGE	MA	02141		X	Form filed by One I	•	0				
(City)	(State)	(Zip)			Form filed by More Person	than	One Reporting				
	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. Transa Code 8)		Disposed Of (D) (Instr. 3, 4 and 5)			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	08/30/2021		S ⁽¹⁾		22,736	D	\$31.1 ⁽²⁾	1,333,702	D		
Class A Common Stock	08/30/2021		S ⁽¹⁾		5,252	D	\$31.48(3)	1,328,450	D		
Class A Common Stock	08/30/2021		S ⁽⁴⁾		2,526	D	\$31.1 ⁽²⁾	127,591	I	See Footnote ⁽⁵⁾	
Class A Common Stock	08/30/2021		S ⁽⁴⁾		584	D	\$31.48(3)	127,007	I	See Footnote ⁽⁵⁾	
Class A Common Stock	08/31/2021		S ⁽¹⁾		274	D	\$30.53(6)	1,328,176	D		
Class A Common Stock	08/31/2021		S ⁽⁴⁾		30	D	\$30.53 ⁽⁶⁾	126,977	I	See Footnote ⁽⁵⁾	

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

			(5-)	,			,					,			
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)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 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	(A)	(D)	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 \$30.33 to \$31.32 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 \$31.33 to \$31.77 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 \$30.23 to \$31.13 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>

09/01/2021

** 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.