

# **CARGURUS, INC.**

Reported by  
**STEINERT LANGLEY**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 07/27/21 for the Period Ending 07/23/21

|             |  |
|-------------|--|
| Address     | 1001 BOYLSTON STREET<br>16TH FLOOR<br>BOSTON, MA, 02115  |
| Telephone   | 617 354 0068   |
| CIK         | 0001494259   |
| Symbol      | CARG   |
| SIC Code    | 7374 - Services-Computer Processing and Data Preparation |
| Industry    | Internet Services  |
| Sector      | Technology   |
| Fiscal Year | 12/31  |

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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subject to Section 16. Form 4 or  
Form 5 obligations may  
continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *<br><b>Steinert Langley</b><br>(Last) (First) (Middle)<br><b>2 CANAL PARK, 4TH FLOOR</b><br>(Street)<br><b>CAMBRIDGE, MA 02141</b><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><b>CarGurus, Inc. [ CARG ]</b> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Executive Chairman</b> |
| 3. Date of Earliest Transaction (MM/DD/YYYY)<br><b>7/23/2021</b>  |   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY)   |   |  |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Code<br>(Instr. 8) |   | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |               |                        | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|----------------|---|------------------------------|---|---|---------------|------------------------|---|---|---|
|                                    |                |   | Code                         | V | Amount  | (A) or<br>(D) | Price                  |   |   |   |
| Class A Common Stock               | 7/23/2021      |   | S <sup>(1)</sup>             |   | 6467  | D             | \$28.12 <sup>(2)</sup> | 622013  | D   |   |
| Class A Common Stock               | 7/23/2021      |   | S <sup>(1)</sup>             |   | 7527  | D             | \$28.73 <sup>(3)</sup> | 614486  | D   |   |
| Class A Common Stock               | 7/23/2021      |   | S <sup>(4)</sup>             |   | 719   | D             | \$28.12 <sup>(2)</sup> | 48516   | I   | See<br>Footnote <sup>(5)</sup>                                    |
| Class A Common Stock               | 7/23/2021      |   | S <sup>(4)</sup>             |   | 836   | D             | \$28.73 <sup>(3)</sup> | 47680   | I   | See<br>Footnote <sup>(5)</sup>                                    |
| Class A Common Stock               | 7/26/2021      |   | S <sup>(1)</sup>             |   | 13904   | D             | \$28.83 <sup>(6)</sup> | 600582  | D   |   |
| Class A Common Stock               | 7/26/2021      |   | S <sup>(1)</sup>             |   | 90  | D             | \$29.13                | 600492  | D   |   |
| Class A Common Stock               | 7/26/2021      |   | S <sup>(4)</sup>             |   | 1545  | D             | \$28.83 <sup>(6)</sup> | 46135   | I   | See<br>Footnote <sup>(5)</sup>                                    |
| Class A Common Stock               | 7/26/2021      |   | S <sup>(4)</sup>             |   | 10  | D             | \$29.13                | 46125   | I   | See<br>Footnote <sup>(5)</sup>                                    |

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

| 1. Title of Derivate<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | 3A. Deemed<br>Execution<br>Date, if any | 4. Trans. Code<br>(Instr. 8) |   | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 6. Date Exercisable<br>and Expiration Date |                    | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                               | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|--|-------------------|---|------------------------------|---|--|--|--------------------|--|-------------------------------|---|--|---|--|
|  |  |                   |   | Code                         | V |  | Date<br>Exercisable                        | Expiration<br>Date | Title  | Amount or Number of<br>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 \$27.38 to \$28.37 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 \$28.38 to \$28.96 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 \$28.13 to \$29.12 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.

#### Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| <b>Steinert Langley</b><br><b>2 CANAL PARK, 4TH FLOOR</b><br><b>CAMBRIDGE, MA 02141</b> | <b>X</b>      | <b>X</b>  | <b>Executive Chairman</b> |       |

**Signatures**

/s/ Kathleen Patton, as attorney-in-fact

7/27/2021

\*\*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.

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