

COPART INC

Form 5/A

December 15, 2016

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).

Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
ADAIR A JAYSON

(Last) (First) (Middle)

C/O COPART, INC. 14185
DALLAS PARKWAY, SUITE 300

(Street)

DALLAS, TX 75254

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
COPART INC [CPRT]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
07/31/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)
11/14/2016

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/23/2013	Â	G	1,720 D \$ 0	1,012,313 I		A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	10/23/2013	Â	G	860 D \$ 0	1,011,453 I		A. Jayson Adair and Tammi L.

Common Stock	10/23/2013	Â	G	860	D	\$ 0	1,010,593	I	Adair Revocable Trust ⁽¹⁾
									A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	10/23/2013	Â	G	860	D	\$ 0	1,009,733	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
									A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	10/23/2013	Â	G	1,720	D	\$ 0	1,008,013	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
									A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/08/2014	Â	G	1,520	D	\$ 0	1,006,493	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
									A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/08/2014	Â	G	760	D	\$ 0	1,005,733	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
									A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/08/2014	Â	G	760	D	\$ 0	1,004,973	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
									A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/08/2014	Â	G	760	D	\$ 0	1,004,213	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
									A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/08/2014	Â	G	1,520	D	\$ 0	1,002,693	I	A. Jayson Adair and

									Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/16/2015	Â	G	375	D	\$ 0	2,323,805	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/16/2015	Â	G	375	D	\$ 0	2,323,430	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/16/2015	Â	G	375	D	\$ 0	2,323,055	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/16/2015	Â	G	375	D	\$ 0	2,322,680	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/16/2015	Â	G	750	D	\$ 0	2,321,930	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/18/2015	Â	G	750	D	\$ 0	2,321,180	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/18/2015	Â	G	375	D	\$ 0	2,320,805	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
	03/18/2015	Â	G	375	D	\$ 0	2,320,430	I	

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Common Stock									A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/18/2015	Â	G	375	D	\$ 0	2,320,055	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	03/18/2015	Â	G	375	D	\$ 0	2,319,680	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/15/2016	Â	G	1,600	D	\$ 0	2,318,080	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/15/2016	Â	G	800	D	\$ 0	2,317,280	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/15/2016	Â	G	800	D	\$ 0	2,316,480	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	01/15/2016	Â	G	1,600	D	\$ 0	2,314,880	I	A. Jayson Adair and Tammi L. Adair Revocable Trust ⁽¹⁾
Common Stock	Â	Â	Â	Â	Â	Â	12,486	I	Irrevocable trust A ⁽²⁾
Common Stock	Â	Â	Â	Â	Â	Â	12,348	I	Irrevocable trust B ⁽²⁾

Common Stock Â Â Â Â Â Â 550,000 I JTJG Investment, LP ⁽³⁾

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

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 control number.

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(9-02)

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

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. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se Bo O Er Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ADAIR A JAYSON C/O COPART, INC. 14185 DALLAS PARKWAY SUITE 300 DALLAS, TX 75254	Â X	Â	Â Chief Executive Officer	Â

Signatures

/s/ Gregory R. DePasquale, as attorney-in-fact 12/15/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) Reflects Shares held by A. Jayson Adair and Tammi L. Adair Revocable Trust, of which the reporting person and the reporting person's spouse are trustees.
- (2) Reflects shares held by an irrevocable trust for the benefit of a member of the reporting person's immediate family as of fiscal year end 2013, 2014, 2015 and 2016.
- (3) Reflects shares held by JTJG Investments, LP, a Texas limited partnership("JTJG"), of which (a) Adair Ventures, LLC is the general partner, of which the reporting person and the reporting person's wife are the members, and (b) the reporting person and the reporting

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person's wife were then the sole limited partners as of fiscal year end 2014, 2015 and 2016. The reporting person disclaims beneficial ownership of the issuer's common stock held by JTJG except to the extent of his pecuniary interest, if any, therein.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.