

Blunt Matt

Form 4

March 09, 2010

**FORM 4****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).

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Blunt Matt

(Last) (First) (Middle)

C/O COPART, INC., 4665  
BUSINESS CENTER DRIVE

(Street)

FAIRFIELD, CA 94534

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

COPART INC [CPRT]

3. Date of Earliest Transaction  
(Month/Day/Year)

03/08/2010

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                   | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Common<br>Stock                       | 03/08/2010                              |                                                             | M                                       |                                                                     | 10,000                                                                                                             | A \$ 26.4                                                            | 10,000 <sup>(1)</sup> D                                           |
| Common<br>Stock                       | 03/08/2010                              |                                                             | S                                       |                                                                     | 680                                                                                                                | D \$ 35.44                                                           | 9,320 <sup>(1)</sup> D                                            |
| Common<br>Stock                       | 03/08/2010                              |                                                             | S                                       |                                                                     | 720                                                                                                                | D \$ 35.45                                                           | 8,600 <sup>(1)</sup> D                                            |
| Common<br>Stock                       | 03/08/2010                              |                                                             | S                                       |                                                                     | 700                                                                                                                | D \$ 35.46                                                           | 7,900 <sup>(1)</sup> D                                            |
| Common<br>Stock                       | 03/08/2010                              |                                                             | S                                       |                                                                     | 1,500                                                                                                              | D \$ 35.48                                                           | 6,400 <sup>(1)</sup> D                                            |

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|              |            |   |       |   |          |                      |   |
|--------------|------------|---|-------|---|----------|----------------------|---|
| Common Stock | 03/08/2010 | S | 1,200 | D | \$ 35.49 | 5,200 <sup>(1)</sup> | D |
| Common Stock | 03/08/2010 | S | 900   | D | \$ 35.5  | 4,300 <sup>(1)</sup> | D |
| Common Stock | 03/08/2010 | S | 2,299 | D | \$ 35.51 | 2,001 <sup>(1)</sup> | D |
| Common Stock | 03/08/2010 | S | 1,201 | D | \$ 35.52 | 800 <sup>(1)</sup>   | D |
| Common Stock | 03/08/2010 | S | 800   | D | \$ 35.53 | 0 <sup>(1)</sup>     | D |

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. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Option (Right to Buy) <sup>(1)</sup> | \$ 26.4                                                | 03/08/2010                           |                                                    | M                              | 10,000                                                                                  | <sup>(2)</sup> 01/13/2019                                | Common Stock                                                  | 10,000                        |

## Reporting Owners

| Reporting Owner Name / Address                                                      | Relationships |           |         |       |
|-------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                     | Director      | 10% Owner | Officer | Other |
| Blunt Matt<br>C/O COPART, INC.<br>4665 BUSINESS CENTER DRIVE<br>FAIRFIELD, CA 94534 | X             |           |         |       |

## Signatures

Matt Blunt

03/09/2010

\_\_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).  
  
The transaction on this Form 4 consists of the exercise of a stock option to purchase 10,000 shares of Common Stock granted under the 2007 Equity Incentive Plan and the sale of all of the shares of Common Stock the reporting person purchased through the exercise of such stock option. These shares that were issued upon the exercise of an option (described in Table II) were immediately used to cover sales (described in Table I).
- (1)
- (2) The option vested 50% after the first year, and thereafter monthly, over the remaining 12 months vesting term. The option grant date was 1/13/2009, and expiration date 1/13/2019.

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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