

BAUER DAVID L  
Form 4  
March 14, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BAUER DAVID L

(Last) (First) (Middle)  
3210 QUANDT ROAD  
(Street)

LAFAYETTE, CA 94549

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
03/10/2011

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)  
Senior Vice President

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 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/10/2011		M		34,167	A	\$ 10.99
Common Stock	03/10/2011		F(1)		20,859	D	\$ 40.78
Common Stock	03/10/2011		M		50,000	A	\$ 8.8
Common Stock	03/10/2011		F(1)		29,094	D	\$ 40.78
Common Stock	03/10/2011		M		50,000	A	\$ 18

Edgar Filing: BAUER DAVID L - Form 4

Common Stock	03/10/2011	F <sup>(1)</sup>	35,108	D	\$ 40.78	49,106	D
Common Stock	03/10/2011	M	40,000	A	\$ 24.03	89,106	D
Common Stock	03/10/2011	F <sup>(1)</sup>	31,240	D	\$ 40.78	57,866	D
Common Stock	03/10/2011	M	30,679	A	\$ 34.39	88,545	D
Common Stock	03/10/2011	F <sup>(1)</sup>	28,116	D	\$ 40.78	60,429	D
Common Stock	03/10/2011	M	13,533	A	\$ 32.86	73,962	D
Common Stock	03/10/2011	F <sup>(1)</sup>	12,132	D	\$ 40.78	61,830	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.**

SEC 1474  
(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 10.99	03/10/2011		M	34,167	<sup>(2)</sup> 10/21/2012	Common Stock 34,167
Employee Stock Option (Right to Buy)	\$ 8.8	03/10/2011		M	50,000	<sup>(3)</sup> 08/19/2013	Common Stock 50,000
	\$ 18	03/10/2011		M	50,000	<sup>(4)</sup> 01/22/2014	50,000



## Edgar Filing: BAUER DAVID L - Form 4

The option vested 20% after the first year, and thereafter monthly, ratably, over the remaining 48 months vesting term. The option grant date was October 4, 2005, and it became fully exercisable on October 4, 2010.

- (6) The option vested 20% after the first year, and thereafter monthly, ratably, over the remaining 48 months vesting term. The option grant date was September 28, 2007. 30,679 shares were vested on March 10, 2011.
- (7) The option vested 20% after the first year, and thereafter monthly, ratably, over the remaining 48 months vesting term. The option grant date was September 28, 2009. 13,533 shares were vested on March 10, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space 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.