

COPART INC
 Form 5/A
 December 15, 2016

FORM 5

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

OMB APPROVAL

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 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

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)	(A) or (D)	Price	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.

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Common Stock	10/23/2013	Â	G	860	D	\$ 0	1,010,593	I	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⁾
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⁾
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⁾
Common Stock	01/08/2014	Â	G	760	D	\$ 0	1,005,733	I	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⁾
Common Stock	01/08/2014	Â	G	760	D	\$ 0	1,004,213	I	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 JTGJ Investment, LP ⁽³⁾

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

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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 B O E Is F (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 JTGJ Investments, LP, a Texas limited partnership("JTGJ"), 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 JTGJ except to the extent of his pecuniary interest, if any, therein.

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