

COHAN STEVEN D

Form 4

March 25, 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 *
COHAN STEVEN D

(Last) (First) (Middle)

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

(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)
03/23/2010

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 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	03/23/2010		M ⁽¹⁾		10,000	A	\$ 19.12	10,006 D
Common Stock	03/23/2010		S ⁽¹⁾		1,500	D	\$ 36.15	8,506 D
Common Stock	03/23/2010		S ⁽¹⁾		200	D	\$ 36.155	8,306 D
Common Stock	03/23/2010		S ⁽¹⁾		300	D	\$ 35.1583	8,006 D
Common Stock	03/23/2010		S ⁽¹⁾		706	D	\$ 36.16	7,300 D

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Common Stock	03/23/2010	<u>S(1)</u>	400	D	\$ 36.185	6,900	D
Common Stock	03/23/2010	<u>S(1)</u>	100	D	\$ 36.19	6,800	D
Common Stock	03/23/2010	<u>S(1)</u>	400	D	\$ 36.2	6,400	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.21	6,200	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.215	6,000	D
Common Stock	03/23/2010	<u>S(1)</u>	300	D	\$ 36.23	5,700	D
Common Stock	03/23/2010	<u>S(1)</u>	100	D	\$ 36.2382	5,600	D
Common Stock	03/23/2010	<u>S(1)</u>	400	D	\$ 36.24	5,200	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.2425	5,000	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.255	4,800	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.2575	4,600	D
Common Stock	03/23/2010	<u>S(1)</u>	600	D	\$ 36.26	4,000	D
Common Stock	03/23/2010	<u>S(1)</u>	400	D	\$ 36.265	3,600	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.27	3,400	D
Common Stock	03/23/2010	<u>S(1)</u>	153	D	\$ 36.2735	3,247	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.2775	3,047	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.28	2,847	D
Common Stock	03/23/2010	<u>S(1)</u>	140	D	\$ 36.2829	2,707	D
Common Stock	03/23/2010	<u>S(1)</u>	160	D	\$ 36.2869	2,547	D
Common Stock	03/23/2010	<u>S(1)</u>	200	D	\$ 36.2875	2,347	D

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

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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) ⁽¹⁾	\$ 19.12	03/23/2010		M	10,000	⁽²⁾ 10/01/2014	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

COHAN STEVEN D
C/O COPART, INC. 4665 BUSINESS CENTER DR.
FAIRFIELD, CA 94534

X

Signatures

Steven D.
Cohan 03/25/2010

⁽¹⁾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) 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 2001 Stock Option Plan and the sale of 10,000 shares of Common Stock the reporting person purchased through the exercise of such stock option. The shares that were issued upon the exercise of an option (described in Table II) were immediately used to cover sales (described in Table I).

(2) The option vested 50% after the first year, and thereafter monthly, over the remaining 12 months vesting term. The option grant date was 10/1/2004, and expiration date 10/1/2014.

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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