Edgar Filing: KAR Auction Services, Inc. - Form 4

KAR Aucti Form 4	on Services, Inc.											
June 10, 20												
FORM	M 4 _{UNITED}	STATES	S SECU	RITIF	ES A	AND EX	CHA	ANGE CO	MMISSION		PROVAL	
						, D.C. 20				Number:	3235-0287	
Check t if no los		TN					Expires:	January 31, 2005				
subject			BENEF RITIES	ICIA	AL OWNI	ERSHIP OF	Estimated average					
Section 16. Form 4 or										burden hour response	s per 0.5	
Form 5 obligati	ions I'lleu pu							•	Act of 1934,			
may co	ntinue. Section 17			•		•	-	ty Act of 1 ct of 1940	935 or Section			
<i>See</i> Inst 1(b).	truction	50(11)	of the f	ii vestii	icii	t Compu						
(Print or Type Responses)												
1 Name and	Address of Reporting	Person *	2 1	NT		J T: -1	. T J		Relationship of I	Reporting Pers	on(s) to	
Vignes Da			Symbol		; an	d Ticker or	Trau	0	5. Relationship of Reporting Person(s) to Issuer			
-				Auction	n Se	ervices, I	nc. []	KAR]	(Check all applicable)			
			of Earliest Transaction									
C/O: KAR	AUCTION SER	VICES.	(Month/ 06/09/2	h/Day/Year)					Director 10% Owner _X Officer (give title Other (specify			
	35 HAMILTON	,	001071					b	elow) EVP of Ente	below) erprise Optimiz	zation	
(Street) 4. If Ame				endment, Date Original				6	6. Individual or Joint/Group Filing(Check			
Filed(Mc				•					pplicable Line) X Form filed by O	ne Reporting Per	son	
CARMEL, IN 46032 Form filed by One Reporting Person Form filed by More than One Reporting Person Person												
(City)	(State)	(Zip)	Tal	ole I - N	on-]	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security	2. Transaction Date (Month/Day/Year)				4. Securities Acquired (A) nsaction Disposed of (D)				5. Amount of Securities Beneficially Owned Following	6. Ownership	7. Nature of Indirect	
(Instr. 3)		any (Month/D	ay/Year)	Code (Instr. 3, 4 and 5) ear) (Instr. 8)			5)	Form: Direct (D) or Indirect		Beneficial Ownership (Instr. 4)		
							(A)		Reported	(I)	(instr. i)	
				Cada	N 7	A	or	Duine	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common	06/00/2016				v	Amount	(D)	Price	10.075	D		
Stock	06/09/2016			Μ		10,275	А	\$ 16.677	10,275	D		
Common				_			_	\$		_		
Stock	06/09/2016			S		10,275	D	41.5182 (1)	0	D		
Common								—				
Stock	06/09/2016			Μ		19,785	А	\$ 10	19,785	D		
Common								\$				
Stock	06/09/2016			S		19,785	D	41.5182	0	D		
								(1)				

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Common Stock	06/09/2016	М	18,445	А	\$ 13.46	18,445	D
Common Stock	06/09/2016	S	18,445	D	\$ 41.5182 (1)	0	D
Common Stock						391	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.

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. Transactio Code (Instr. 8)	TransactionDerivative Code Securities		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)	\$ 16.677	06/09/2016		А		10,275	(2)	08/19/2018	Common Stock	10,275
Employee Stock Option (right to buy)	\$ 10	06/09/2016		A		19,785	(2)	08/20/2017	Common Stock	19,785
Employee Stock Option (right to buy)	\$ 18.8						(2)	05/05/2021	Common Stock	14,525
Employee Stock Option (right to buy)	\$ 13.46	06/09/2016		А		18,445	(2)	03/01/2020	Common Stock	18,445

Restricted Stock (3) Units				(4)	(4)	Common Stock	1,161		
Reporting Owners									
Reporting Owner Name / Address			Relationships						
	Director	10% Owner	Officer			her			
Vignes David C/O: KAR AUCTION SERVICES, INC. 13085 HAMILTON CROSSING BLVD. CARMEL, IN 46032			EVP of Enterpri	ise Optimi	zation				
Signatures									
Rebecca C. Polak as Attorney In Fact	06/10/20)16							
**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 price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41,4500 to \$41,5800 per share inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or

- (1) \$41.4500 to \$41.5800 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (2) These options are currently exercisable.
- (3) Each restricted stock unit is convertible into a share of common stock on a 1-for-1 basis. The restricted stock units vested in common stock on 2/20/16.

These restricted stock units remain subject to a time-vesting requirement and are scheduled to vest and settle in common stock as follows:
 (4) one-third of these restricted stock units vested on 2/20/2016, one-third of these restricted stock units vest on 2/20/2017 and the remaining one-third of these restricted stock units vest on 2/20/2018, assuming continued employment through the applicable vesting date.

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.