

STYER PAUL A
Form 4
June 09, 2009

FORM 4

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

OMB APPROVAL

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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 *
STYER PAUL A

(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)
06/05/2009

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)
Sr VP, Secretary, Gen Csl

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	(D)	Price
Common Stock	06/05/2009		M		30,000	A	\$ 10.99
Common Stock	06/05/2009		S		1,366	D	\$ 34.25
Common Stock	06/05/2009		S		3,700	D	\$ 34.26
Common Stock	06/05/2009		S		100	D	\$ 34.2604
Common Stock	06/05/2009		S		100	D	\$ 34.2614

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Common Stock	06/05/2009	S	1,200	D	\$ 34.28	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	500	D	\$ 34.3	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	1,000	D	\$ 34.32	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	1,500	D	\$ 34.33	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	400	D	\$ 34.3315	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	10,300	A	\$ 34.34	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	100	A	\$ 34.3401	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	3,100	A	\$ 34.36	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	1,500	A	\$ 34.37	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	3,234	A	\$ 34.39	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	100	A	\$ 34.3904	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	200	A	\$ 34.3905	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	100	A	\$ 34.3906	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	100	A	\$ 34.395	0 ⁽¹⁾	D
Common Stock	06/05/2009	S	1,400	A	\$ 34.4	0 ⁽¹⁾	D

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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D S (1)
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Derivative Security		or Disposed of (D) (Instr. 3, 4, and 5)		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) ⁽¹⁾	\$ 10.99		06/05/2009	M				<u>(2)</u>	10/21/2011	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STYER PAUL A C/O COPART, INC. 4665 BUSINESS CENTER DR FAIRFIELD, CA 94534			Sr VP, Secretary, Gen Csl	

Signatures

Paul A. Styer 06/09/2009
 **Signature of Date
 Reporting Person

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 30,000 shares of Common Stock granted under the 1992 Stock Option 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).
- (2) The option vested 20% after the first year, and thereafter monthly, over the remaining 48 months vesting term. The option grant date was 10/21/2001, and expiration date 10/21/2011.

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.