

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 <sup>(1)</sup>               |                                                                   | 10,000 | A          | \$ 19.12                                                                                      | 10,006                                                   | D                                                     |
| Common Stock                    | 03/23/2010                           |                                                    | S <sup>(1)</sup>               |                                                                   | 1,500  | D          | \$ 36.15                                                                                      | 8,506                                                    | D                                                     |
| Common Stock                    | 03/23/2010                           |                                                    | S <sup>(1)</sup>               |                                                                   | 200    | D          | \$ 36.155                                                                                     | 8,306                                                    | D                                                     |
| Common Stock                    | 03/23/2010                           |                                                    | S <sup>(1)</sup>               |                                                                   | 300    | D          | \$ 35.1583                                                                                    | 8,006                                                    | D                                                     |
| Common Stock                    | 03/23/2010                           |                                                    | S <sup>(1)</sup>               |                                                                   | 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.

**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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------------|
| Stock<br>Option<br>(Right to<br>Buy) <sup>(1)</sup> | \$ 19.12                                                           | 03/23/2010                              |                                                             | M                                    | 10,000                                                                                                       | <sup>(2)</sup> 10/01/2014                                      | Common<br>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

<sup>(1)</sup>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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