#### MARGOLIN ERIC M

Form 4 June 28, 2018

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

1. Name and Ad MARGOLIN	•	orting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			CARMAX INC [KMX]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
12800 TUCKAHOE CREEK PKWY			(Month/Day/Year) 06/26/2018	Director 10% Owner X Officer (give title Other (specify below)			
	(0)			EVP, Gen. Counsel & Secretary			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
RICHMOND, VA 23238			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		· ID· I c D e· II o			

(City)	(State)	Table Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	on Date 2A. Deemed		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			5. Amount of Securities Form: Direct Beneficially (D) or Indirect (I) Following (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/26/2018		Code V M	Amount 6,884	(D)	Price \$ 44.96	29,384	D	
Common Stock	06/26/2018		S	6,884	D	\$ 76.06 (1)	22,500	D	
Common Stock	06/26/2018		G	2,000	D	\$ 0	20,500	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

#### Edgar Filing: MARGOLIN ERIC M - Form 4

# displays a currently valid OMB control number.

De Sec (In

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if				6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities	
Security (Instr. 3)	or Exercise Price of	(	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired	*	(Month/Day/Year)		(Instr. 3 and 4)	
	Derivative Security				(A) or Disposed of					
					(D) (Instr. 3, 4, and 5)					
						Date Exercisable	Expiration Date	Title	Amount or Number of	
				Code V	(A) (D)				Shares	
Stock Options (Right to Buy)	\$ 44.96	06/26/2018		M	6,884	(2)	04/09/2021	Common Stock	6,884	

## **Reporting Owners**

Director 10% Owner Officer Other

MARGOLIN ERIC M 12800 TUCKAHOE CREEK PKWY RICHMOND, VA 23238 EVP, Gen. Counsel & Secretary

## **Signatures**

Christine Carter, attorney-in-fact

06/28/2018

\*\*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 shares with respect to this transaction were sold at prices ranging from \$76.00 to \$76.14. Upon request, the Reporting Person will provide the Securities and Exchange Commission staff, the Issuer, or any security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- The stock options were exercisable with respect to one-fourth of the underlying shares of Company common stock on each of April 9, 2015, April 9, 2016, April 9, 2017 and April 9, 2018 and are now fully exercisable.

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.

Reporting Owners 2