

COPART INC  
Form 4  
October 09, 2007

**FORM 4**

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

OMB APPROVAL

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**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 \*  
ADAIR A JAYSON

(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)  
10/08/2007

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)  
President

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 10/08/2007                           |  | S                              |   | 200   | D  | \$ 35.69 54,468 <sup>(1)</sup>    |
| Common Stock                    | 10/08/2007                           |  | S                              |   | 4,622   | D  | \$ 35.7 54,468 <sup>(1)</sup>     |
| Common Stock                    | 10/08/2007                           |  | S                              |   | 3,054   | D  | \$ 35.71 54,468 <sup>(1)</sup>    |
| Common Stock                    | 10/08/2007                           |  | S                              |   | 600   | D  | \$ 35.72 54,468 <sup>(1)</sup>    |
| Common Stock                    | 10/08/2007                           |  | S                              |   | 1,370   | D  | \$ 35.73 54,468 <sup>(1)</sup>    |

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|              |            |   |        |   |           |                       |   |
|--------------|------------|---|--------|---|-----------|-----------------------|---|
| Common Stock | 10/08/2007 | S | 946    | D | \$ 35.74  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 800    | D | \$ 35.75  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 648    | D | \$ 35.76  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 1,600  | D | \$ 35.77  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 252    | D | \$ 35.78  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 500    | D | \$ 35.79  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 100    | D | \$ 35.82  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 500    | D | \$ 35.83  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 15,291 | D | \$ 36     | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 200    | D | \$ 36.005 | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 1,800  | D | \$ 36.01  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 1,200  | D | \$ 36.02  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 400    | D | \$ 36.05  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 200    | D | \$ 36.06  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 300    | D | \$ 36.07  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 177    | D | \$ 36.08  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 223    | D | \$ 36.09  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 166    | D | \$ 36.21  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 1,000  | D | \$ 36.23  | 54,468 <sup>(1)</sup> | D |
| Common Stock | 10/08/2007 | S | 1,700  | D | \$ 36.24  | 54,468 <sup>(1)</sup> | D |
|              | 10/08/2007 | S | 500    | D |           | 54,468 <sup>(1)</sup> | D |



## Signatures

A. Jayson Adair                      10/09/2007

\_\_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 transactions reported on this Form 4 consist of the exercise of employee stock options to purchase 38,349 shares of Common Stock
- (1) and the sales of all of the shares of Common Stock the reporting person purchased through the exercises of such stock options. These shares that were issued upon the exercise of options (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, ratably, over the remaining 48 month vesting term. The option grant date was 5/27/1998, and it became fully exercisable on 5/27/2003.
  - (3) Reflects shares held by an irrevocable trust for the benefit of a member of Mr. Adair's immediate family.

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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