

COPART INC  
Form 3  
April 18, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Eldridge Sean		(Month/Day/Year)	COPART INC [CPRT]	
(Last)	(First)	03/04/2014		
14185 DALLAS PARKWAY,Â SUITE 300			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
DALLAS,Â TXÂ 75254			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			SVP, Chief Operating Officer	<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	949	D	Â

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (1)	01/14/2024	Common Stock	60,000 (2) \$ 36.11		D	Â
Stock Option (right to buy)	Â (1)	10/14/2021	Common Stock	42,000 (3) \$ 22.47		D	Â
Stock Option (right to buy)	Â (1)	09/26/2018	Common Stock	3,332 (4) \$ 19.78		D	Â
Stock Option (right to buy)	Â (1)	09/25/2009	Common Stock	11,334 (5) \$ 16.43		D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eldridge Sean 14185 DALLAS PARKWAY SUITE 300 DALLAS, TX 75254	Â	Â	Â SVP, Chief Operating Officer	Â

## Signatures

/s/ Sean Eldridge                      04/18/2014  
 \_\_Signature of                              Date  
 Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) 2007 Equity Incentive Plan. Twenty percent (20%) of the options vest on the first anniversary of the date of grant and the balance vest on a monthly basis over the 48 months succeeding such first anniversary
- (2) Option granted 1/14/2014. Twenty percent (20%) of the options vest on the first anniversary of the date of grant and the balance vest on a monthly basis over the 48 months succeeding such first anniversary  
 Option granted 11/30/11. Twenty percent (20%) of the options vest on the first anniversary of the date of grant and the balance vest on a monthly basis over the 48 months succeeding such first anniversary. Original grant 60,000 shares of which 18,000 were previously exercised.
- (3) Option granted 9/26/08. Twenty percent (20%) of the options vest on the first anniversary of the date of grant and the balance vest on a monthly basis over the 48 months succeeding such first anniversary. Original grant 40,000 shares of which 36,668 were previously exercised.
- (4) Option granted 9/25/09. Twenty percent (20%) of the options vest on the first anniversary of the date of grant and the balance vest on a monthly basis over the 48 months succeeding such first anniversary. Original grant 40,000 shares of which 28,666 were previously exercised.
- (5) Option granted 9/25/09. Twenty percent (20%) of the options vest on the first anniversary of the date of grant and the balance vest on a monthly basis over the 48 months succeeding such first anniversary. Original grant 40,000 shares of which 28,666 were previously exercised.

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.