Edgar Filing: KAR Auction Services, Inc. - Form 4

KAR Auctic Form 4 August 15, 2	on Services, Inc. 2013										
FORM									OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287				
	Check this box if no longer STATEMENT OF CHANCES IN DENEELCIAL OWNERSHIP OF						Expires:	January 31, 2005			
subject to	b SIAIE	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF						Estimated average			
Section 1 Form 4 c		SECURITIES						burden hours per response			
Form 5	Filed p	ursuant to	Section 1	6(a) of th	e Securi	ties E	Exchange	e Act of 1934,	100001100111	0.0	
obligatio may con				•	•	· ·	•	1935 or Section	n		
See Instr 1(b).	uction	30(h)) of the In	ivestment	Compar	іу Ас	t of 194	Ю			
(Print or Type Responses)											
ODDIEN THOMAS C			suer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
KAR Auction Services, Inc. [KAR]						t all applicable)					
(Last)	(First)	(Middle)	3. Date of	3. Date of Earliest Transaction (Che				(Cnec	ck all applicable)		
			n/Day/Year)				_X_ Director 10% Owner _X_ Officer (give title Other (specify				
15005111011011011011011011001100 (00/1.)/2(01.)						below)	below) EO of IAAI	er (specify			
(Street) 4. If Amer			nendment, Date Original			6. Individual or Joint/Group Filing(Check					
Filed(Mor CARMEL, IN 46032			10nth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
CARIVIEL,	IIN 40032							Person			
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	rities Acq	uired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Executio any	n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)		d of (D)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)			
Common Stock	08/13/2013			S	4,510 (1)	D	\$ 24.25	10,944 <u>(2)</u>	Ι	By KAR Holdings II, LLC	

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.

 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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
OBRIEN THOMAS C 13085 HAMILTON CROSSING BLVD. CARMEL, IN 46032	Х		CEO of IAAI			
Signaturaa						

Signatures

Rebecca C. Polak as Attorney	08/15/2013
In Fact	00/15/2015

**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) Reflects sales of shares of common stock of KAR Auction Services, Inc. in a secondary offering by KAR Holdings II, LLC that closed on August 13, 2013.

Includes (i) 10,157 shares of common stock held of record by KAR Holdings II, LLC (which are attributable to Axle Holdings II, LLC), by virtue of the reporting person's common ownership interest in Axle Holdings II, LLC and (ii) 787 shares of common stock held of

(2) record by KAR Holdings II, LLC, by virtue of the reporting person's common ownership interest in KAR Holdings II, LLC. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

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.