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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): October 1, 2020

VROOM, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

001-39315
(Commission
File Number)

901112566
(I.R.S. Employer
Identification No.)

1375 Broadway, Floor 11
New York, New York 10018
(Address of principal executive offices) (Zip Code)

(631) 760-1215
(Registrant's telephone number, include area code)

N/A
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.001 par value per share	VRM	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01. Entry Into a Material Definitive Agreement.

On October 1, 2020, Vroom, Inc. (the “Company”), its wholly-owned subsidiary Left Gate Property Holding, LLC (“Left Gate” and, together with the Company, the “Borrower”) and Ally Bank and Ally Financial Inc. (together, “Ally”) amended the Inventory and Financing and Security Agreement dated March 6, 2020 (the “Floor Plan Facility”) to extend the maturity date to September 30, 2022. The amendment also reduces the minimum liquidity requirement to 7.5% of the credit line from 10% of the floorplan allowance, reduces the inventory equity covenant to 5% from 10%, eliminates certain other covenants, and requires the Borrower to pay Ally an availability fee if the average unused capacity during the prior calendar quarter was greater than 50% of the floorplan allowance.

Item 7.01 Regulation FD Disclosure.

On October 6, 2020, the Company issued a press release announcing the amendment described above. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information contained in this Item 7.01 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing made by the Company under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filings, unless expressly incorporated by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated October 6, 2020.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VROOM, INC.

Date: October 6, 2020

By: /s/ Dave Jones
Dave Jones
Chief Financial Officer

**Online Automotive Retailer Vroom Announces Extension
of Floorplan Commitment from Ally Financial**
Two-Year Extension Supports Vroom's Scaling Vehicle Sourcing Operations

NEW YORK (October 6, 2020) -- Vroom (www.vroom.com), a leading ecommerce platform for buying and selling used vehicles, today announced an extension of its \$450 million inventory financing agreement with [Ally Financial Inc.](#) (NYSE: ALLY), a leading digital financial services company. Ally has provided Vroom floorplan financing, which supports Vroom's continued national growth as it transforms the used vehicle industry, since 2016. The amendment extends the original agreement from March 2021 to September 2022.

"We have seen tremendous growth in our business and overall demand as consumers increasingly shift to online buying and selling options," said Dave Jones, Chief Financial Officer at Vroom. "We're thrilled to have Ally's continued vote of confidence through this extended agreement, giving us the ability to increase the depth and diversity of our inventory and scale our business for years to come."

"Automotive retailers come to Ally because our extensive auto experience enables us to find solutions that help them scale," said Doug Timmerman, president of Auto Finance for Ally. "Vroom has made great strides this year and we're excited to extend our financing relationship to continue supporting the company's inventory acquisition efforts and growth strategy."

Since 2012, Vroom has been offering thousands of low-mileage, reconditioned vehicles with delivery directly to consumers through its ecommerce platform. It also arranges financing through leading lenders and offers warranty, insurance and other value-added products that provide convenience for its customers.

About Vroom:

Vroom is an innovative, end-to-end ecommerce platform that offers a better way to buy and a better way to sell used vehicles. The company's scalable, data-driven technology brings all phases of the vehicle buying and selling process to consumers wherever they are and offers an extensive selection of vehicles, transparent pricing, competitive financing, and contact-free, at-home pick-up and delivery.

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