SEC Form 4
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

(Check all applicable)

5. Relationship of Reporting Person(s) to Issuer

OMB Number:	3235-0287
Estimated average bui	rden
hours per response:	0.5

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).
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1. Name and Address of Reporting Person\*

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name **and** Ticker or Trading Symbol <u>Vroom, Inc.</u> [ VRM ]

<u>CGP2 Lone Star, L.P.</u>					<u>Vroom, Inc.</u> [ VRM ]								Director X 10% Owner										
							3. Date of Earliest Transaction (Month/Day/Year) 05/24/2021								Officer (give title Other (specify below) below)								
(Street) GREENWICH CT 06830						4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person								
(City)		(State	)	(Zip)																			
			Tabl	e I - I	Non-Deriva	ative	Se	cu	rities /	Acqu	uire	ed, I	Dispo	osed o	of, or ∣	Be	nefici	ally Own	ed				
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Ye	ear) E	ar)   Exect		A. Deemed xecution Date, any Month/Day/Year)		3. Transaction Code (Instr. 8)				D) (Inst	r. 3,	) or 4 and	5. Amoun Securities Beneficial Owned Fo Reported	es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct	Indir Bene	eficial ership	
										Cod	de	v	Αmoι	unt	(A) or (D)	Р	rice	Transaction (Instr. 3 a					
Commor	ı Stock				05/24/202	1				s	5		1,83	8,704	D	\$	643.76	318,	181	1	ſ	held LCO Acc	
Commor	n Stock																	10,589	9,776	1	I	held CGI	ectly l by P2 Lone r, L.P. <sup>(1)</sup>
Common Stock															6,994,354		I		Directly held by CGP2 Zoom Holding, L.P. <sup>(1)(2)</sup>				
			Tá	able	II - Derivat														d				
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security		on D se (M	. Transaction ate Month/Day/Year	Exe if ar	(e.g., pu Deemed cution Date, 1y nth/Day/Year)	4. Transacti Code (Ins 8)		5. Numl		ber 6. Da Expi tive (Mon ties ed ed		oate E	xercisa n Date	ercisable and		7. Title and Amount of Securities Underlying Derivative Security (In 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Num derivat Securi Benefi Owned Follow Report Transa (Instr. 4	tive ities icially d <i>v</i> ing ted action(s)	10. Owner Form: Direct or Indii (I) (Inst	(D) Benefici irect (Instr. 4)	
						Code	v		(A) (		Date Exe	e ercisal		xpiration ate	Title	OI N Of	umber						
			eporting Person	n*																			
<u>CGP2</u>	Lone St	<u>tar, I</u>	<u></u>				_																
(Last) 599 WE	ST PUTN	•	rst) AVENUE	1	(Middle)																		
(Street) GREEN	WICH	C	Г		06830																		
(City)		(St	ate)		(Zip)																		
			eporting Person	1*																			

(Last) (First) 599 WEST PUTNAM AVENUE (Middle)

GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       LCGP3 Accelerator, L.P.         (Last)       (First)       (Middle)         599       WEST PUTNAM AVENUE       (Street)         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       CGP2 Managers, L.L.C.         (Last)       (First)       (Middle)         599       WEST PUTNAM AVENUE       (Street)         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)       (Street)         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)       (Street)         (Last)       (First)       (Middle)       (Signed)         S99       WEST PUTNAM AVENUE       (Street)       GREENWICH       CT         (Street)       GREENWICH       CT       06830       (City)         (City)       (State)       (Zip)       (Last)       (First)       (Middle)         S99       WEST PUTNAM AVENUE       Signed)       Signed)	(Otra at)										
1. Name and Address of Reporting Person*         LCGP3 Accelerator, L.P.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       CGP2 Managers, L.L.C.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       (Middle)         599 WEST PUTNAM AVENUE       (Street)         (GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       CGP3 Managers, L.L.C.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       (Street)       (Middle)         599 WEST PUTNAM AVENUE       (Street)       (Street)         (GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       Chu James Michael         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       (Street)       GREENWICH       CT         (Street)       (First)       (Middle)         599 WEST PUTNAM AVENUE <td>(Street) GREENWICH</td> <td>СТ</td> <td>06830</td>	(Street) GREENWICH	СТ	06830								
LCGP3 Accelerator, L.P.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE         (Street)       GREENWICH       CT       06830         (City)       (Stale)       (Zip)         1. Name and Address of Reporting Person*       CGP2 Managers, L.L.C.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       (Street)       GREENWICH       CT         (Street)       GREENWICH       CT       06830         (City)       (Stale)       (Zip)       (Xiddle)         1. Name and Address of Reporting Person*       CGP3 Managers, L.L.C.       (Middle)         (Street)       GREENWICH       CT       06830         (City)       (Stale)       (Zip)       (Xiddle)         1. Name and Address of Reporting Person*       CGP3 Managers, L.L.C.       (Middle)         (Last)       (First)       (Middle)       599 WEST PUTNAM AVENUE         (Street)       GREENWICH       CT       06830         (City)       (Stale)       (Zip)       1. Name and Address of Reporting Person*         (Last)       (First)       (Middle)       599 WEST PUTNAM AVENUE         (Street)       GREENWICH       CT       06830	(City)	(State)	(Zip)								
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GREENWICHCT06830(City)(State)(Zip)1. Name and Address of Reporting Person*CGP2 Managers, L.L.C.(Last)(First)(Middle)599 WEST PUTNAM AVENUE(Street)GREENWICHCT06830(City)(State)(Zip)1. Name and Address of Reporting Person*CGP3 Managers, L.L.C.(Last)(First)(Middle)599 WEST PUTNAM AVENUE(Street)(Last)(First)(Middle)599 WEST PUTNAM AVENUE(Street)(Street)GREENWICHCT(City)(State)(Zip)1. Name and Address of Reporting Person*Chu James Michael(Last)(First)(Middle)599 WEST PUTNAM AVENUE(Middle)599 WEST PUTNAM AVENUE(Street)(City)(State)(Zip)1. Name and Address of Reporting Person*Chu James Michael(Last)(First)(Middle)599 WEST PUTNAM AVENUE599 WEST PUTNAM AVENUE(Street)GREENWICHCTChu James Michael(Middle)(Street)GREENWICHCTGREENWICHCT06830		. ,	(Middle)								
1. Name and Address of Reporting Person*         CGP2 Managers, L.L.C.         (Last)       (First)         (Street)         GREENWICH       CT         (City)       (State)         1. Name and Address of Reporting Person*         CGP3 Managers, L.L.C.         (Last)       (First)         (City)       (State)         (Zip)         1. Name and Address of Reporting Person*         CGP3 Managers, L.L.C.         (Last)       (First)         (Last)       (First)         (Street)         GREENWICH       CT         O6830         (City)       (State)         (Zip)         1. Name and Address of Reporting Person*         Chu James Michael         (Last)       (First)         (Last)       (First)         (Last)       (First)         (Last)       (First)         (Last)       (First)         (Last)       (First)         (Street)       (First)         GREENWICH       CT         O6830       (Street)         GREENWICH       CT         O6830       (Street)         GREENWICH		СТ	06830								
CGP2 Managers, L.L.C.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       CGP3 Managers, L.L.C.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       Street)       (Middle)         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)       (Middle)         1. Name and Address of Reporting Person*       Chu James Michael       (Middle)         (Last)       (First)       (Middle)       S99         1. Name and Address of Reporting Person*       Chu James Michael       (Middle)         (Last)       (First)       (Middle)       S99         S99 WEST PUTNAM AVENUE       (Street)       GREENWICH       CT       06830	(City)	(State)	(Zip)								
599 WEST PUTNAM AVENUE         (Street)         GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       CGP3 Managers, L.L.C.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       Signed State       City)         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)       (Zip)         1. Name and Address of Reporting Person*       Chu James Michael       (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       Signed State       City)       (Street)       Chu James Michael         (Last)       (First)       (Middle)       Signed State       Chu James Michael         (Street)       GREENWICH       CT       06830         (Street)       GREENWICH       CT       06830											
GREENWICH     CT     06830       (City)     (State)     (Zip)       1. Name and Address of Reporting Person*     CGP3 Managers, L.L.C.       (Last)     (First)     (Middle)       599 WEST PUTNAM AVENUE     (Street)       GREENWICH     CT     06830       (City)     (State)     (Zip)       1. Name and Address of Reporting Person*     Chu James Michael       (Last)     (First)     (Middle)       599 WEST PUTNAM AVENUE     (Street)     (Middle)       (Street)     (First)     (Middle)       599 WEST PUTNAM AVENUE     (Street)     (Middle)       (Street)     (First)     (Middle)       599 WEST PUTNAM AVENUE     (Street)     (Middle)       (Street)     GREENWICH     CT     06830		. ,	(Middle)								
1. Name and Address of Reporting Person*         CGP3 Managers, L.L.C.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       Chu James Michael         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       (Street)         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       (Street)         (Street)       GREENWICH       CT         (Street)       GREENWICH       CT         GREENWICH       CT       06830		СТ	06830								
CGP3 Managers, L.L.C.         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE         (Street)       GREENWICH       CT       06830         (City)       (State)       (Zip)         1. Name and Address of Reporting Person*       Chu James Michael         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE       (Street)       GREENWICH         (Street)       (First)       (Middle)         599 WEST PUTNAM AVENUE       (Street)       GREENWICH         CT       06830       (Street)         GREENWICH       CT       06830	(City)	(State)	(Zip)								
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Chu James Michael         (Last)       (First)       (Middle)         599 WEST PUTNAM AVENUE         (Street)       GREENWICH       CT       06830	(City)	(State)	(Zip)								
599 WEST PUTNAM AVENUE (Street) GREENWICH CT 06830											
GREENWICH CT 06830			(Middle)								
(City) (State) (Zip)	· /	СТ	06830								
	(City)	(State)	(Zip)								

## Explanation of Responses:

L.C. ("CGP2 Managers, L.L.C. ("CGP2 Managers") is the general partner for each of CGP2 Zoom Holding, L.P. ("CGP2 Zoom Holding") and CGP2 Lone Star, L.P. ("CGP2 Lone Star"). CGP3 Managers, L.L.C. ("CGP2 Managers") is the general partner of LCGP3 Accelerator, L.P. ("LCGP3 Accelerator"). As such, CGP2 Managers may be deemed to beneficially own the shares held of record by each of CGP2 Zoom Holding and CGP2 Lone Star, and CGP3 Managers may be deemed to beneficially own the shares held of record by each of CGP2 Zoom Holding and CGP2 Lone Star, and CGP3 Managers may be deemed to beneficially own the shares held of record by each of CGP2 Zoom Holding and CGP2 Lone Star, and CGP3 Managers, L.L.C. and Sauch may be deemed to share beneficial ownership of the securities held of record by each of the foregoing entities. Each of Mr. Chu and Mr. Dahnke disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, if any.

2. (Continued from Footnote 1) A Form 4 is being filed separately by Mr. Dahnke in his capacity as a director of the Issuer.

## **Remarks:**

CGP2 Lone Star, L.P., By: CGP2 Managers, L.L.C., its general partner, By: /s/ Scott A. Dahnke, Title: Managing <u>Member</u>	<u>05/26/2021</u>
CGP2 Zoom Holding, L.P., By: CGP2 Managers, L.L.C., its general partner, By: /s/ Scott A. Dahnke, Title: Managing Member	<u>05/26/2021</u>
LCGP3 Accelerator, L.P., By: CGP3 Managers, L.L.C., its general partner, By: /s/ Scott A. Dahnke, Title: Managing Member	<u>05/26/2021</u>

CGP2 Managers, L.L.C., L.P.,<br/>By: /s/ Scott A. Dahnke, Title:05/26/2021Managing MemberCGP3 Managers, L.L.C., By:<br/>/s/ Scott A. Dahnke, Title:05/26/2021Managing Member/s/ J. Michael Chu05/26/2021\*\* Signature of Reporting PersonDate

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.