## FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	$D \subset$	20540
wasiiiiiqtoii,	D.C.	20549

Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPROVAL										
	OMB Number: 3235-0287										
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Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(h)

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

1. Name and Address of Reporting Person*  CGP2 Lone Star, L.P.  (Last) (First) (Middle)						Suer Name and Ticker or Trading Symbol     Vroom, Inc. [ VRM ]  3 Date of Farliest Transaction (Month/Day/Year)									S. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner  Officer (give title Other (specify below)  Other (specify below)						
,	*	(Middle)			06/11/2020									below) below)							
WICH C	CT	06830			1. If Am	endn	nent, Date	of Origir	nal File	ed (Month/Da	ıy/Year	7)	Line)	Form file	ed by On	ne Report	ting Pers	on .			
(\$	State)	(Zip)																			
	7	Гable I - I	Non-D	eriva	tive S	ecu	ırities A	cquire	ed, D	isposed (	of, or	Bene	eficially	Owned							
, , , , , , , , , , , , , , , , , , ,		Date		Execution Date,		on Date,			4. Securities Disposed Of	Acqui f (D) (In	(D) (Instr. 3, 4 and 5		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	rect I lirect E 4) (	. Nature of ndirect Beneficial Ownership Instr. 4)				
							Code	v	Amount			Price									
Common Stock		06/1	06/11/2020				С		10,335,52	0(1)	A	(1)	10,589,7	776	I	1	Directly neld by CGP2 Lone Star, L.P. <sup>(2)</sup>				
Stock			06/1	1/2020	)			С		6,994,354	<b>4</b> <sup>(1)</sup>	A	(1)	6,994,3	54	I	1 ( 2	Directly neld by CGP2 Loom Holding,P. <sup>(2)(3)</sup>			
Common Stock		06/1	06/11/2020		0		С		1,838,704 <sup>(1)</sup> A		A	(1)	1,838,704		I LC Ac		Directly neld by LCGP3 Accelerator, L.P. <sup>(2)(3)</sup>				
Common Stock		06/11/2020		0		P		318,181 A S		\$22	2,156,885		I I		Directly held by LCGP3 Accelerator, L.P. <sup>(2)(3)</sup>						
		Table												wned							
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution if any	ed Date,	4. Transa	4. Transaction Code (Instr. 8) 5. Num Derivari Acquir or Disp		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date Securit (Month/Day/Year) Derivat		le and A rities Ur	mount of nderlying ecurity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported		Form: Direct (D or Indire	Beneficial Ownership ct (Instr. 4)				
				Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	N	umber of		(Instr. 4	: 4)					
(1)	06/11/2020			С			4,567,122	(1	L)	(1)			,567,122	(1)	0	)	I	Directly held by CGP2 Zoom Holding, L.P. <sup>(2)(3)</sup>			
(1)	06/11/2020			С			9,102,762	(1	.)	(1)			,102,762	(1)	0	)	I	Directly held by CGP2 Lone Star, L.P. <sup>(2)</sup> (3)			
(1)	06/11/2020			С			1,232,758	(1	)	(1)			,232,758	(1)	0	)	I	Directly held by CGP2 Lone Star, L.P. <sup>(2)</sup> (3)			
(1)	06/11/2020			С			1,758,744	(1	)	(1)			,758,744	(1)	0	)	I	Directly held by CGP2 Zoom Holding, L.P. <sup>(2)(3)</sup>			
	Stock  Stock  2. Conversion or Exercise Price of Derivative Security  (1)	(First) ST PUTNAM AVENUE  WICH CT  (State)  Security (Instr. 3)  Stock  Stock  2. Conversion or Exercise Price of Derivative Security  (1) 06/11/2020  (1) 06/11/2020	(First) (Middle) ST PUTNAM AVENUE  WICH CT 06830  (State) (Zip)  Table I - I  Security (Instr. 3)  Stock  Stock  Table  2. Conversion of Exercise Price of Pice vide of Pice value Security  (Month/Day/Year)  (1) 06/11/2020  (1) 06/11/2020	(First)	Conversion or Exercise Price of Derivative Security   Code (I)   O6/11/2020   Code (I)   O6/11/2020	Code (Instr. 2006)   Code (I	Circle   C	Conversion   Con	Code   Code	Conversion   Con	Cited   CT	Conversion   Stock   Conversion   Conversion	Stock   06/11/2020   C   1,838,704(1)   A	Conversion   Con	A	Communication   Communicatio	Conversion   Con	Strock			

			Table II - De					quired, Dis s, options				wned			
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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Series G Preferred Stock	(1)	06/11/2020		С			668,488	(1)	(1)	Common Stock	668,488	(1)	0	I	Directly held by CGP2 Zoom Holding, L.P. <sup>(2)(3)</sup>
Series H Preferred Stock	(1)	06/11/2020		С			1,838,704	(1)	(1)	Common Stock	1,838,704	(1)	0	I	Directly held by LCGP3 Accelerator, L.P. <sup>(2)(3)</sup>
	nd Address of Lone Star	Reporting Person*													
(Last) 599 WE	ST PUTNA	(First) M AVENUE	(Middle)												
(Street)	WICH	СТ	06830												
(City)		(State)	(Zip)												
		Reporting Person*													
(Last) (First) (Middle) 599 WEST PUTNAM AVENUE															
(Street)															

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1. Name and Address of Reporting Person\*

<u>LCGP3 Accelerator, L.P.</u>

599 WEST PUTNAM AVENUE

1. Name and Address of Reporting Person\*

<u>CGP2 Managers, L.L.C.</u>

599 WEST PUTNAM AVENUE

1. Name and Address of Reporting Person\*

<u>CGP3 Managers</u>, <u>L.L.C.</u>

599 WEST PUTNAM AVENUE

1. Name and Address of Reporting Person\*

Chu James Michael

06830

(Zip)

(Middle)

06830

(Zip)

(Middle)

06830

(Zip)

(Middle)

06830

(Zip)

(Last) 599 WEST PUTN	(First) AM AVENUE	(Middle)	
(Street) GREENWICH	CT	06830	
(City)	(State)	(Zip)	

## **Explanation of Responses:**

1. Upon the closing of the Issuer's initial public offering, each share of preferred stock automatically converted into shares of the Issuer's common stock on a one-for-one basis.

2. 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. ("CGP3 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 LCGP3 Accelerator. J. Michael Chu and Scott A. Dahnke are the members of the managing board of each of CGP2 Managers, L.L.C. and CGP3 Managers, L.L.C. and as such may be deemed to share beneficial ownership of the securities held of record by each of the foregoing entities.

3. (Continued from footnote 2) Each of Mr. Chu and Mr. Dahnke disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, if any. A Form 3 is being filed separately by Mr. Dahnke in his capacity as a director of the Issuer.

## Remarks:

All share numbers reported in this Form 4 reflect a 2-for-1 stock split effected by the Issuer in connection with its initial public offering, which was exempt from reporting pursuant to Rule 16a-9.

CGP2 Lone Star, L.P., By: CGP2 Managers, L.L.C., its general partner, By: /s/ Scott A. 06/15/2020 Dahnke, Title: Managing Member CGP2 Zoom Holding, L.P., By: CGP2 Managers, L.L.C., its general partner, By: /s/ Scott A. 06/15/2020 Dahnke, Title: Managing Member LCGP3 Accelerator, L.P., By: CGP3 Managers, L.L.C., its general partner, By: /s/ Scott A. 06/15/2020 Dahnke, Title: Managing CGP2 Managers, L.L.C., L.P., 06/15/2020 By: /s/ Scott A. Dahnke, Title: Managing Member CGP3 Managers, L.L.C., By: /s/ Scott A. Dahnke, Title: 06/15/2020 Managing Member /s/ J. Michael Chu 06/15/2020

Date

\*\* Signature of Reporting Person

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).

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

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