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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-A**

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**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

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**Vroom, Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**1375 Broadway, Floor 11  
New York, New York  
Telephone: (631) 760-1215**  
(Address of Principal Executive Offices)

**90112566**  
(I.R.S. Employer  
Identification No.)

**10018**  
(Zip Code)

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**Securities to be registered pursuant to Section 12(b) of the Act:**

**Title of each class  
to be so registered**  
**Common Stock, par value \$0.001 per share**

**Name of each exchange on which  
each class is to be registered**  
**The Nasdaq Global Select Market**

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If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box:

**Securities Act registration statement or Regulation A offering statement file number to which this form relates: 333-238482.**

**Securities to be registered pursuant to Section 12(g) of the Act: None.**

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**Item 1. Description of Registrant's Securities to be Registered.**

The description of the common stock, par value \$0.001 per share, of Vroom, Inc. (the "Company") as included under the caption "Description of Capital Stock" in the prospectus forming a part of the Company's Registration Statement on Form S-1, originally filed with the Securities and Exchange Commission (the "Commission") on May 18, 2020 (File No. 333-238482) and as subsequently amended (the "Registration Statement"), is hereby incorporated by reference herein. In addition, all of the above-referenced descriptions included in any prospectus relating to the Registration Statement filed with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated by reference herein.

**Item 2. Exhibits.**

Under the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Company are registered on The Nasdaq Global Select Market and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

**SIGNATURES**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: June 5, 2020

**VROOM, INC.**

By: /s/ Patricia Moran

Name: Patricia Moran

Title: *Chief Legal Officer and Secretary*