

## **FORM 4**

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

OMB APPROVAL

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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(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>Kanen David</b>			2. Issuer Name and Ticker or Trading Symbol <b>U.S. Auto Parts Network, Inc. [PRTS]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>06/22/2020</b>	<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
<b>5850 CORAL RIDGE DR STE 309</b>			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)
<b>CORAL SPRINGS, FL 33076</b>				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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		
COMMON STOCK	06/22/2020		S		D	133,418	\$ 8.7	1,100,000 <a href="#">(1)</a> <a href="#">(2)</a>	I	THE PHILOTIMO FUND
COMMON STOCK	06/22/2020		S		D	44,123	\$ 8.8012	1,055,877 <a href="#">(1)</a> <a href="#">(2)</a>	I	THE PHILOTIMO FUND
COMMON STOCK	06/23/2020		S		D	55,877	\$ 8.9607	1,000,000 <a href="#">(1)</a> <a href="#">(2)</a>	I	THE PHILOTIMO FUND
COMMON STOCK								179,230 <a href="#">(1)</a> <a href="#">(2)</a>	D	
COMMON STOCK								50,000 <a href="#">(1)</a> <a href="#">(2)</a>	I	BY DEFINED BENEFIT PLAN
COMMON STOCK	06/23/2020		S		D	52,555	\$ 9.0019	3,163,327 <a href="#">(1)</a> <a href="#">(2)</a>	I	KANEN WEALTH MANAGEMENT, LLC <a href="#">(3)</a>
COMMON STOCK	06/24/2020		S		D	34,881	\$ 8.9118	3,128,446	I	KANEN WEALTH MANAGEMENT, LLC <a href="#">(3)</a>

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

(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. 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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kanen David 5850 CORAL RIDGE DR STE 309 CORAL SPRINGS, FL 33076		X		
Kanen Wealth Management LLC 5850 CORAL RIDGE DR STE 309 CORAL SPRINGS, FL 33076		X		
Philotimo Fund, LP 5850 CORAL RIDGE DR STE 309 CORAL SPRINGS, FL 33076		X		

## Signatures

/s/ David L. Kanen	06/24/2020
**Signature of Reporting Person	Date
/s/ Kanen Wealth Management LLC By: David L. Kanen, Managing Member	06/24/2020
**Signature of Reporting Person	Date
/s/ The Philotimo Fund By: David L. Kanen	06/24/2020
**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) This Form 4 is filed jointly by David Kanen, Kanen Wealth Management, LLC ("KWM") and the Philotimo Fund, LP (collectively, the "Reporting Persons"). Each of the Reporting Persons may be deemed to be a member of a group that may be deemed to collectively beneficially own more than 10% of the Issuer's outstanding shares of Common Stock. The filing of this Form 4 shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any securities of the Issuer he or it does not directly own.

(2) Mr. Kanen beneficially owns, pursuant to the beneficial ownership rules of Section 13(d) of the Securities Exchange Act of 1934, as amended, the shares of Common Stock listed in Column 5 of this Form 4, which represent approximately 12.1% of the Issuer's outstanding shares of Common Stock. Pursuant to such beneficial ownership rules, Mr. Kanen, as the managing member of KWM, may be deemed to beneficially own the shares of Common Stock held in customer accounts managed by KWM as disclosed in this Form 4 (including the 179,230 shares held in Mr. Kanen's account) and the 1,000,000 shares of Common Stock held by The Philotimo Fund LP, of which KWM is the general partner. Mr. Kanen expressly disclaims such beneficial ownership except to the extent of his pecuniary interest therein. Mr. Kanen does not have a pecuniary interest under Section 16 of the Exchange Act in the shares of Common Stock held in customer accounts managed by KWM other than the 179,230 shares held in Mr. Kanen's Account.

(3) KWM does not have a pecuniary interest in the shares of Common Stock held in customer accounts managed by KWM. The number reflected above excludes 179,230 shares held in Mr. Kanen's account as described in footnote 2 above.

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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