

FORM 4

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

OMB APPROVAL	
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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Berman Joshua L			2. Issuer Name and Ticker or Trading Symbol CarParts.com, Inc. [PRTS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/16/2020					
C/O CARPARTS.COM, INC., 2050 W. 190TH STREET, SUITE 400								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
TORRANCE, CA 90504								
(City)	(State)	(Zip)	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	10/16/2020		M		20,000	A	\$ 3.25	119,492	D	
Common Stock	10/16/2020		S		20,000	D	\$ 12.54 <u>(1)</u>	99,492	D	
Common Stock	10/19/2020		M		20,000	A	\$ 2.33	119,492	D	
Common Stock	10/19/2020		S		20,000	D	\$ 12.65 <u>(1)</u>	99,492	D	
Common Stock	10/20/2020		M		30,000	A	\$ 3.87	129,492	D	
Common Stock	10/20/2020		S		30,000	D	\$ 13.27 <u>(1)</u>	99,492	D	

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)

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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to Buy)	\$ 3.25	10/16/2020		M		20,000	<u>(2)</u>	05/20/2024	Common Stock	20,000	\$ 0	145,000	D	
Stock Options (Right to Buy)	\$ 2.33	10/19/2020		M		20,000	<u>(3)</u>	05/20/2025	Common Stock	20,000	\$ 0	125,000	D	
Stock Options (Right to Buy)	\$ 3.87	10/20/2020		M		30,000	<u>(4)</u>	05/31/2026	Common Stock	30,000	\$ 0	95,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Berman Joshua L C/O CARPARTS.COM, INC. 2050 W. 190TH STREET, SUITE 400 TORRANCE, CA 90504	X			

Signatures

/s/ Joshua L. Berman		10/20/2020
<small>Signature of Reporting Person</small>		<small>Date</small>

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).

- This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person. The price reported above reflects the weighted-average sale price for each day, with the
- (1) low and high price from the range of prices shown as follows: October 16, 2020: Low price of \$12.34 and a high price of \$12.85. October 19, 2020: Low price of \$12.34 and a high price of \$12.90. October 20, 2020: Low price of \$12.60 and a high price of \$13.55.
 - (2) The stock option was granted to the Reporting Person on May 20, 2014 pursuant to the Company's 2007 Omnibus Incentive Plan. Thirty-three percent (33%) of the shares of stock subject to the option vested on the first anniversary of the grant date, and the remainder of the shares subject to the option vested in equal monthly installments thereafter over two years.
 - (3) The stock option was granted to the Reporting Person on May 20, 2015 pursuant to the Company's 2007 Omnibus Incentive Plan. Thirty-three percent (33%) of the shares of stock subject to the option vested on the first anniversary of the grant date, and the remainder of the shares subject to the option vested in equal monthly installments thereafter over two years.
 - (4) The stock option was granted to the Reporting Person on May 31, 2016 pursuant to the Company's 2007 Omnibus Incentive Plan. Thirty-three percent (33%) of the shares of stock subject to the option vested on the first anniversary of the grant date, and the remainder of the shares subject to the option vested in equal monthly installments thereafter over two years.

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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