SEC Form 4

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

nt to Costion 10(a) of the Coousition Evel . A at of 1004

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

Instruction 1(b)			Filed pursuant to Section 16(a) of the Securities Exchange Act of 19	34							
			or Section 30(h) of the Investment Company Act of 1940	5-1	<u> </u>						
1. Name and Addr	ess of Reporting P		2. Issuer Name and Ticker or Trading Symbol <u>Maplebear Inc.</u> [CART]		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner						
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/18/2023		Officer (give title below)	Other (specify below)					
C/O MAPLEBEAR INC. 50 BEALE STREET, SUITE 600			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)							
(Street) SAN				X	Form filed by One Re Form filed by More the Person						
FRANCISCO CA 94		94105	Rule 10b5-1(c) Transaction Indication								
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuan satisfy the affirmative defense conditions of Rule 10b5-1(c). See	was made pursuant to a contract, instruction or written plan that is intended to Rule 10b5-1(c). See Instruction 10.							

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported		7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Non-Voting Common Stock ⁽¹⁾	09/18/2023		A		12,033 ⁽²⁾	Α	\$0.00	12,033	D	

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. Transa Code (8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	vative rities hired r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Titl Amou Secur Unde Deriv Secur 3 and	int of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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				

Explanation of Responses:

1. All outstanding shares of non-voting common stock and shares of non-voting common stock underlying outstanding equity securities will convert into an equivalent number of shares of the Issuer's common stock immediately prior to the closing of the Issuer's initial public offering.

2. Consists of previously granted restricted stock units ("RSUs") for which the liquidity event-based vesting condition was satisfied upon the effectiveness of the registration statement on Form S-1 filed by the Issuer in connection with the Issuer's initial public offering. Certain of the RSUs remain subject to service-based vesting conditions.

Remarks:

/s/ Bradley Libuit, Attorneyin-fact

09/20/2023

** Signature of Reporting Person Date

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.