

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-28** | Period of Report: **2013-01-25**  
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### REPORTING OWNER

#### **GARTEN JEFFREY E**

CIK: **1181532**

Type: **4** | Act: **34** | File No.: **001-31420** | Film No.: **13552196**

Mailing Address  
C/O AETNA INC CORP  
SECRETARYS OFFICE  
151 FARMINGTON AVENUE  
RC4A  
HARTFORD CT 06156

### ISSUER

#### **CARMAX INC**

CIK: **1170010** | IRS No.: **541821055** | State of Incorporation: **VA** | Fiscal Year End: **0228**  
SIC: **5500** Auto dealers & gasoline stations

Mailing Address  
12800 TUCKAHOE CREEK  
PARKWAY  
RICHMOND VA 23238

Business Address  
12800 TUCKAHOE CREEK  
PARKWAY  
RICHMOND VA 23238  
804-747-0422

# FORM 4

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

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

OMB APPROVAL	
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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>GARTEN JEFFREY E</b>			2. Issuer Name and Ticker or Trading Symbol <b>CARMAX INC [KMX]</b>			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) <b>01/25/2013</b>					
12800 TUCKAHOE CREEK PARKWAY			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		
(Street)								
RICHMOND, VA 23238								
(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	01/25/2013		<u>M</u>		7,598	A	\$13.19	27,122	D	
Common Stock	01/25/2013		<u>M</u>		6,804	A	\$17.44	33,926	D	
Common Stock	01/25/2013		<u>S</u>		14,402	D	\$39.3 <sup>(1)</sup>	19,524	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. 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 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
Stock Options (Right to Buy) (2)	\$13.19	01/25/2013		<u>M</u>		7,598		06/24/2006	06/25/2013	Common Stock	7,598	\$ 0	0	D	
Stock Options	\$17.44	01/25/2013		<u>M</u>		6,804		06/21/2007	06/21/2013	Common Stock	6,804	\$ 0	0	D	

(Right  
to Buy)  
(3)

**Explanation of Responses:**

1. The shares with respect to this transaction were sold at prices ranging from \$39.18 to \$39.35. Upon request, the Reporting Person will provide the Securities and Exchange Commission staff, the Issuer, or any security holder of the Issuer, full information regarding the number of shares sold at each separate price.
2. This option was previously reported as covering 3,799 shares at an exercise price of \$26.38 per share, but was adjusted to reflect the Issuer's 2-for-1 stock split in the form of a share dividend, which occurred on March 26, 2007.
3. This option was previously reported as covering 3,402 shares at an exercise price of \$34.88 per share, but was adjusted to reflect the Issuer's 2-for-1 stock split in the form of a share dividend, which occurred on March 26, 2007.

**Signatures**

Lisa Ferron Lee

\*\* Signature of Reporting Person

01/28/2013

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.**