

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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

1. Name and Address of Reporting Person* <u>Valerian Daniel A</u>			2. Issuer Name and Ticker or Trading Symbol <u>CarLotz, Inc. [LOTZ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Technology Officer</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/21/2021</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O CARLOTZ, INC. 611 BAINBRIDGE STREET, SUITE 100			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	VA	23224						
(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$0.24	01/21/2021		A	101,928		(1)	08/31/2022	Class A Common Stock	101,928	(2)	101,928	D	
Stock Option (right to buy)	\$0.64	01/21/2021		A	305,782		(1)	08/31/2022	Class A Common Stock	305,782	(3)	305,782	D	
Stock Option (right to buy)	\$0.92	01/21/2021		A	61,156		(1)	04/23/2028	Class A Common Stock	61,156	(4)	61,156	D	
Stock Option (right to buy)	\$0.92	01/21/2021		A	509,637		(1)	11/01/2029	Class A Common Stock	509,637	(5)	509,637	D	
Stock Option (right to buy)	\$0.92	01/21/2021		A	183,469		(6)	08/10/2030	Class A Common Stock	183,469	(7)	183,469	D	
Stock Option (right to buy)	\$11.35	01/21/2021		A	44,876		(6)	01/21/2031	Class A Common Stock	44,876	\$0	44,876	D	
Restricted Stock Units	(8)(9)	01/21/2021		A	118,091		(8)	01/21/2026	Class A Common Stock	118,091	(10)	118,091	D	
Restricted Stock Units	(9)	01/21/2021		A	30,837		(11)	(11)	Class A Common Stock	30,837	\$0	30,837	D	

Explanation of Responses:

- These options are fully vested and exercisable.
- These options were received in exchange for options to purchase 10,000 shares of common stock of CarLotz Group, Inc. (f/k/a CarLotz, Inc. ("Former CarLotz"), pursuant to an Agreement and Plan of Merger, dated as of October 21, 2020 (as amended by Amendment No. 1, dated December 16, 2020, the "Merger Agreement"), by and among Former CarLotz, Acamar Partners Acquisition Corp. ("Acamar Partners") and Acamar Partners Sub, Inc. ("Merger Sub"). Merger Sub merged (the "Merger") with and into Former CarLotz, with Former CarLotz surviving the merger as a wholly owned subsidiary of Acamar Partners (which subsequently changed its name to "CarLotz, Inc.", the "Issuer").
- These options were received in the Merger in exchange for options to purchase 30,000 shares of Former CarLotz common stock.
- These options were received in the Merger in exchange for options to purchase 6,000 shares of Former CarLotz common stock.
- These options were received in the Merger in exchange for options to purchase 50,000 shares of Former CarLotz common stock.
- These options vest in four equal annual installments beginning January 21, 2021.
- These options were received in the Merger in exchange for options to purchase 18,000 shares of Former CarLotz common stock.
- Reflects Restricted Stock Units acquired pursuant to the Merger Agreement. Pursuant to earnout provisions in the Merger Agreement, the Restricted Stock Units will vest if, from the closing of the Merger until the fifth anniversary thereof, the closing share price of the Class A Common Stock exceeds the following thresholds. One-half will vest if the closing share price of the Class A Common Stock exceeds \$12.50 for any 20 trading days within any 30 trading day period and one-half will vest if the closing share price of the Class A Common Stock exceeds \$15.00 for any 20 trading days within any 30 trading day period.
- Each Restricted Stock Unit represents a contingent right to receive one share of Class A Common Stock.
- These Restricted Stock Units were received in the Merger in exchange for options to purchase 114,000 shares of Former CarLotz common stock.
- These Restricted Stock Units vest in four equal annual installments beginning January 21, 2021.

/s/ Rebecca C. Polak as

01/25/2021

[attorney-in-fact for Mr. Valerian
Rebecca C. Polak](#)

** 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.

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