KAR Auction Services, Inc.

Form 4 June 10, 2016

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31, Expires:

2005 Estimated average

burden hours per response... 0.5

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

(Print or Type Responses)

1(b).

Common

Stock

06/08/2016

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Jolliffe Lynn Issuer Symbol KAR Auction Services, Inc. [KAR] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X Director 10% Owner Officer (give title Other (specify 13085 HAMILTON CROSSING 06/08/2016 below) BLVD. 4. If Amendment, Date Original (Street) 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting CARMEL, IN 46032 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 6. Ownership 7. Nature of 5. Amount of Transaction(A) or Disposed of Security (Month/Day/Year) Execution Date, if Securities Form: Direct Indirect (Instr. 3) Code (D) Beneficially (D) or Beneficial any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4)

Code V

Α

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

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Reported

2,955

Transaction(s)

(Instr. 3 and 4)

D

(A)

or

(D)

Amount

2,785

(1)

Price

41.3

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

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	Execution Date, if		5. orNumber	*		7. Title and Amount of Underlying Securities		8. Price
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	/Year)	(Instr. 3 and	4)	Securit (Instr. ±
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(2)</u>					(3)(4)	<u>(3)</u>	Common Stock	5,788	
Phantom Stock	<u>(2)</u>					(3)	(3)	Common Stock	283.7304	

Reporting Owners

Reporting Owner Name / Address	Relationships					
F	Director	10% Owner	Officer	Other		
Jolliffe Lynn 13085 HAMILTON CROSSING BLVD. CARMEL, IN 46032	X					

Signatures

Rececca C. Polak as Attorney 06/10/2016 In Fact

**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).

These shares of common stock were issued on 6/8/2016 to the reporting person as director fees and were issued pursuant to the KAR

- (1) Auction Services, Inc. 2009 Omnibus Stock and Incentive Plan and one-fourth of the shares vest every three months from the date issued and are subject to forfeiture until vested.
- (2) The phantom stock will convert into shares of KAR common stock on a one-for-one basis.
- The reporting person will receive shares of KAR common stock, on a one-for-one basis, at a future date(s) specified by her pursuant to the deferred compensation plan.
- Represents director fees deferred in the reporting person's account in the KAR Auction Services, Inc. Directors Deferred Compensation **(4)**
- Reflects the reinvestment of dividend equivalents in additional shares of phantom stock pursuant to the terms of the KAR Auction Services, Inc. Directors Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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