## FORM 4

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

Washington, D.C. 20549
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROV	/AL
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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 37																	
Coleman A		Reporting Person *						r or Trading k, Inc. [PF		ol	5		ationship o		Person(s) to all applicabl		
	*	(First) (Middle) TO PARTS NETWORK, INC., 16941 VENUE		3. Date of Earliest Transaction (Month/Day/Year) 02/14/2014							X Officer (give title below) Other (specify below)  Chief Operating Officer						
CARCON	CA 00744	(Street)		4. If Am	endm	nent, Date	e Orig	ginal Filed(M	Ionth/Day	y/Year)		_X_ For	m filed by On	oint/Group e Reporting Per re than One Rep		applicable Line)	
(City	, CA 90740	(State)	(Zip)			T:	able	I - Non-Der	ivative	e Securities A	Acquir	red. D	isposed of	or Benefic	cially Owne	d	
1.Title of Se (Instr. 3)						emed ion Date, if		ansaction 4. Securities Acquire		red 5	red 5. Amount of S		Securities Beneficially ing Reported		6. Ownership Form:	Beneficial Ownership	
							Сс	ode V	Amoun	(A) or nt (D)	Price					(I) (Instr. 4)	(11)
														nless the f	ioiiii dispic	ys	
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	4. Transact Code	tion S	alls, war	er of ee s (A)	a curre	ently vosed of onvertiercisable Date	valid OMB of, or Beneficible securition	cially Ces) 7. Titl of Un Secur	Owned the and	Amount	8. Price of	9. Number of Derivative Securities Beneficially Owned Following Reported	of 10. Ownersh Form of	(Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	4. Transact Code	tion S S A	5. Number Derivative Securities Acquired or Dispose of (D)	er of ee s (A)	a curred, Dispos, options, conficered Expiration	ently vosed of onvertiercisable Date y/Year)	valid OMB of, or Beneficible securition	cially Ces) 7. Titl of Un Secur	Owned the and inderlying tities 3 and	Amount	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following	of 10. Ownersh Form of Derivativ Security: Direct (I or Indire	of Indirect Beneficia Ownersh (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	(e.g., pt 4. Transaci Code (Instr. 8	ttion S S O O O O O O O O O O O O O O O O O	alls, warn 5. Numbe Derivativ Securities Acquired or Dispos of (D) (Instr. 3, 4 and 5)	rants er of ee s s (A) sed 4,	a curred, Dispos, options, ce 6. Date Exe Expiration (Month/Da	ently vosed of onvertiercisable Date y/Year)	f, or Beneficible securities and	control cially Ces) 7. Titl of Un Secur (Instr.	Owned the and nderlyin rities 3 and	Amount ng 14)  Amount or Number	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction	of 10. Ownersh Form of Derivativ Security: Direct (I or Indire (s) (I)	of Indirect Beneficia Ownersh (Instr. 4)

## **Reporting Owners**

			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Coleman Aaron C/O US AUTO PARTS NETWORK, INC. 16941 KEEGAN AVENUE CARSON, CA 90746			Chief Operating Officer	

## **Signatures**

/s/ Bryan P. Stevenson, as Attorney-in-Fact for Aaron Coleman	02/18/2014
**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).
- (1) Granted pursuant to the U.S. Auto Parts Network, Inc. 2007 Omnibus Incentive Plan.
- Twenty-five percent of the shares of stock subject to the option vest on February 14, 2015, and thereafter the balance of the option shares vest and become exercisable in a series of thirty-six (2) equal monthly installments over the following three year period, so that all of the shares of stock subject to the option vest on February 14, 2018, subject to the reporting person's continued service relationship with the issuer or any subsidiary of the issuer on each such date.
- (3) Not applicable.
- The Restricted Stock Unit shall become 100% vested on February 15, 2015, provided that such individual has served as an employee of the Company continuously from the date hereof through such date.

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.