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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person * <u>Lockwood Ryan</u>  (Last) (First) (Middle) <u>2050 W. 190TH STREET, SUITE 400</u>  (Street) <u>TORRANCE CA 90504</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CarParts.com, Inc. [ PRTS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X <b>Chief Financial Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/12/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	05/12/2023		M <sup>(1)</sup>		2,368	A	\$0	60,735	D	
Common Stock	05/15/2023		S <sup>(2)</sup>		818	D	\$4.43	59,917	D	
Common Stock								29,283	I	By IRA
Common Stock								1,000	I	As Custodian for Son under UTMA

**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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(3)	05/12/2023		M		2,368		(1)	(1)	Common Stock	2,368	\$0	2,368	D	

**Explanation of Responses:**

- The Restricted Stock Units (RSU) were granted to the Reporting Person on May 12, 2021 under the CarParts.com, Inc. 2016 Equity Incentive Plan. Thirty-three and a third percent of the shares of stock subject to the RSU vested on May 12, 2023, the second anniversary of the grant date, and the remainder of the shares subject to the RSU will vest on the next anniversary of the grant date, subject to such Reporting Person's service to the Company through such date.
- Represents shares of common stock sold by the Reporting Person to satisfy certain tax withholding obligations associated with the vesting of the Restricted Stock Units.
- Not applicable.

/s/ Ryan Lockwood 05/16/2023  
 \*\* 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.