

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* GOODMAN ROBERT P			2. Issuer Name and Ticker or Trading Symbol ACV Auctions Inc. [ACVA]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/11/2023					
C/O ACV AUCTIONS INC. 640 ELLICOTT STREET, #321			4. If Amendment, Date of Original Filed (Month/Day/Year)			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		
(Street)								
BUFFALO	NY	14203						
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					

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			
Class A Common Stock	05/11/2023		C		0 ⁽²⁾	A	\$0.00 ⁽¹⁾	0 ⁽²⁾	I	See Footnotes ⁽²⁾⁽³⁾
Class A Common Stock	05/11/2023		S ⁽⁴⁾		0 ⁽³⁾	D	\$0.00 ⁽⁴⁾	0	I	See Footnote ⁽³⁾
Class A Common Stock	05/12/2023		S ⁽⁶⁾		238,643 ⁽⁶⁾	D	\$16 ⁽⁶⁾	276,550	D ⁽⁶⁾	
Class A Common Stock	05/12/2023		S ⁽⁷⁾		22,173 ⁽⁷⁾	D	\$16 ⁽⁷⁾	0	I	See Footnote ⁽⁷⁾
Class A Common Stock	05/12/2023		S ⁽⁸⁾		13,061 ⁽⁸⁾	D	\$16 ⁽⁸⁾	0	I	See Footnote ⁽⁸⁾
Class A Common Stock	05/12/2023		S ⁽⁹⁾		26,123 ⁽⁹⁾	D	\$16 ⁽⁹⁾	0	I	See Footnote ⁽⁹⁾

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
Class B Common Stock	(1)	05/11/2023		C		0 ⁽²⁾		(1)	(1)	Class A Common Stock	0 ⁽²⁾	\$0.00 ⁽¹⁾	0 ⁽³⁾⁽⁵⁾	I	See Footnotes ⁽³⁾⁽⁵⁾

Explanation of Responses:

- Each share of Class B Common Stock is convertible without payment or consideration into one share of Class A Common Stock at the option of the holder and has no expiration date.
- On May 12, 2023, the Reporting Person sold 238,643 shares of Class A Common Stock of the Issuer (the "Shares"). The Shares were sold in multiple executions at a price per share ranging from \$16.00 to \$16.22, with an average execution price per share of \$16.00. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the Issuer or a security holder of the Issuer, to provide full information regarding such individual executions. The shares are directly held by the Reporting Person.
- On May 12, 2023, the Reporting Person sold 22,173 shares of Class A Common Stock of the Issuer (the "NB Shares"). The NB Shares were sold in multiple executions at a price per share ranging from \$16.00 to \$16.22, with an average execution price per share of \$16.00. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the Issuer or a security holder of the Issuer, to provide full information regarding such individual executions. The shares are directly held by NB Group, LLC ("NB Group"). NB Group is controlled by the Reporting Person, and the Reporting Person disclaims beneficial ownership of the shares held by this entity, except to the extent of his pecuniary interest therein, if any.
- On May 12, 2023, the Reporting Person sold 13,061 shares of Class A Common Stock of the Issuer (the "Crack Shares"). The Crack Shares were sold in multiple executions at a price per share ranging from \$16.00 to \$16.22, with an average execution price per share of \$16.00. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the Issuer

or a security holder of the Issuer, to provide full information regarding such individual executions. The shares are directly held by Cracktuxet II, LLC ("Cracktuxet II"). Cracktuxet II is controlled by the Reporting Person, and the Reporting Person disclaims beneficial ownership of the shares held by this entity, except to the extent of his pecuniary interest therein, if any.

9. On May 12, 2023, the Reporting Person sold 26,123 shares of Class A Common Stock of the Issuer (the "Katama Shares"). The Katama Shares were sold in multiple executions at a price per share ranging from \$16.00 to \$16.22, with an average execution price per share of \$16.00. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the Issuer or a security holder of the Issuer, to provide full information regarding such individual executions. The shares are directly held by Katama Point LLC ("Katama"). Katama is controlled by the Reporting Person, and the Reporting Person disclaims beneficial ownership of the shares held by this entity, except to the extent of his pecuniary interest therein, if any.

Remarks:

/s/ Robert P. Goodman

05/15/2023

** 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.