

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): August 14, 2024

MAPLEBEAR INC.

Delaware
(State or other jurisdiction of
incorporation)

(Exact name of registrant as specified in its charter)

001-41805

(Commission File Number)

46-0723335
(IRS Employer
Identification No.)

**50 Beale Street, Suite 600
San Francisco, California 94105**
(Address of principal executive offices) (Zip code)

(888) 246-7822
(Registrant's telephone number, including area code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001 per share	CART	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

On August 14, 2024, Maplebear Inc. (the “*Company*”) repurchased 3.7 million shares (the “*Shares*”) of its common stock (the “*Common Stock*”) from D1 Iconoclast Holdings LP (the “*Co-Investment Fund*”) for an aggregate purchase price of \$117 million in a privately negotiated transaction pursuant to the Company’s previously announced share repurchase program (the “*Repurchase*”). The Audit Committee of the Company’s Board of Directors (the “*Board*”) approved the Repurchase in accordance with the Company’s Related Person Transactions Policy. The Shares were retired immediately following the Repurchase.

The investment manager of the Co-Investment Fund is D1 Capital Partners L.P., a registered investment adviser that is indirectly controlled by Daniel Sundheim, a member of the Board.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Maplebear Inc.

Date: August 14, 2024

By: /s/ Emily Reuter

Emily Reuter
Chief Financial Officer