

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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. Name and Address of Reporting Person* <u>Fuller Glenn Evan</u> (Last) (First) (Middle) AUTOWEB, INC. 400 NORTH ASHLEY DRIVE, SUITE 300 (Street) TAMPA FL 33602 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AutoWeb, Inc. [AUTO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, CLO, SECRETARY</u>
	3. Date of Earliest Transaction (Month/Day/Year) 08/31/2022	
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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/31/2022		J ⁽¹⁾		169,025	D	\$0.39	0	D	

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	Amount or Number of Shares				
Employee Stock Options (Right to Buy)	\$17.09	08/31/2022		J			22,000	(2)	(2)	Common Stock	22,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$14.41	08/31/2022		J			30,000	(2)	(2)	Common Stock	30,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$13.81	08/31/2022		J			25,000	(2)	(2)	Common Stock	25,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$3.39	08/31/2022		J			55,000	(2)	(2)	Common Stock	55,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$3.26	08/31/2022		J			125,000	(2)	(2)	Common Stock	125,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$3.17	08/31/2022		J			35,000	(2)	(2)	Common Stock	35,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$2.63	08/31/2022		J			10,000	(2)	(2)	Common Stock	10,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$2.57	08/31/2022		J			75,000	(2)	(2)	Common Stock	75,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$2	08/31/2022		J			75,000	(2)	(2)	Common Stock	75,000	\$0	0	D	

Explanation of Responses:

1. The Reporting Person tendered all of the Reporting Person's shares of Common Stock for, or at the effective time of the Merger Agreement (as defined below) the Reporting Person's shares of Common Stock were converted into the right to receive, a purchase price of \$0.39 per share in cash from Unity AC 2, Inc. ("Purchaser"), a wholly-owned subsidiary of Unity AC 1, LLC ("Parent"), pursuant to the terms of that certain Agreement and Plan of Merger, dated July 24, 2022, by and among the Issuer, Purchaser and Parent (the "Merger Agreement").

2. Pursuant to the Merger Agreement, the Reporting Person's stock options were terminated and cancelled for no consideration as of the effective time of the Merger Agreement.

/s/ Glenn E. Fuller

09/02/2022

** 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.

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