

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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* <u>Green Equity Investors VI, L.P.</u> <hr/> (Last) (First) (Middle) 1111 SANTA MONICA BOULEVARD SUITE 2000 <hr/> (Street) LOS ANGELES CA 90025 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Mister Car Wash, Inc. [ MCW ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/29/2021	
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	06/29/2021		S		5,293,513 <sup>(1)</sup>	D	\$14.2125	141,311,135 <sup>(2)(3)(4)(5)</sup>	D	
Common Stock	06/29/2021		S		3,154,927 <sup>(6)</sup>	D	\$14.2125	84,221,225 <sup>(3)(4)(5)(7)</sup>	D	
Common Stock	06/29/2021		S		12,396 <sup>(8)</sup>	D	\$14.2125	330,900 <sup>(3)(4)(5)(9)</sup>	D	
Common Stock	06/29/2021		S		146,708 <sup>(10)</sup>	D	\$14.2125	3,916,396 <sup>(3)(4)(5)(11)</sup>	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					

1. Name and Address of Reporting Person* <u>Green Equity Investors VI, L.P.</u> <hr/> (Last) (First) (Middle) 1111 SANTA MONICA BOULEVARD SUITE 2000 <hr/> (Street) LOS ANGELES CA 90025 <hr/> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>GEI Capital VI, LLC</u> <hr/> (Last) (First) (Middle) 1111 SANTA MONICA BOULEVARD SUITE 2000 <hr/> (Street) LOS ANGELES CA 90025 <hr/> (City) (State) (Zip)
1. Name and Address of Reporting Person*

[Green Equity Investors Side VI, L.P.](#)

(Last) (First) (Middle)

11111 SANTA MONICA BOULEVARD  
SUITE 2000

(Street)

LOS ANGELES CA 90025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Green VI Holdings, LLC](#)

(Last) (First) (Middle)

11111 SANTA MONICA BOULEVARD  
SUITE 2000

(Street)

LOS ANGELES CA 90025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Leonard Green & Partners, L.P.](#)

(Last) (First) (Middle)

11111 SANTA MONICA BOULEVARD  
SUITE 2000

(Street)

LOS ANGELES CA 90025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[LGP Associates VI-A LLC](#)

(Last) (First) (Middle)

11111 SANTA MONICA BOULEVARD  
SUITE 2000

(Street)

LOS ANGELES CA 90025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[LGP Associates VI-B LLC](#)

(Last) (First) (Middle)

11111 SANTA MONICA BOULEVARD  
SUITE 2000

(Street)

LOS ANGELES CA 90025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[LGP MANAGEMENT INC](#)

(Last) (First) (Middle)

11111 SANTA MONICA BOULEVARD  
SUITE 2000

(Street)

LOS ANGELES CA 90025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

PERIDOT COINVEST MANAGER LLC

(Last) (First) (Middle)

11111 SANTA MONICA BOULEVARD  
SUITE 2000

(Street)

LOS ANGELES CA 90025

(City) (State) (Zip)

**Explanation of Responses:**

1. Represents shares of Common Stock of the Issuer sold by Green Equity Investors VI, L.P. ("GEI VI").
2. Represents shares owned by GEI VI.
3. GEI Capital VI, LLC ("Capital") is the general partner of GEI VI and Green Equity Investors Side VI, L.P. ("GEI Side VI"). Green VI Holdings, LLC ("Holdings") is a limited partner of GEI VI. Leonard Green & Partners, L.P. ("LGP") is the management company of GEI VI and GEI Side VI, and an affiliate of Capital and Holdings. Peridot Coinvest Manager LLC ("Peridot") is the management company of LGP Associates VI-A LLC ("Associates VI-A") and LGP Associates VI-B LLC ("Associates VI-B"), and an affiliate of Capital and Holdings. LGP Management, Inc. ("LGPM") is the general partner of LGP.
4. Each of GEI VI, GEI Side VI, Associates VI-A, Associates VI-B, Peridot, LGP, LGPM, Capital, and Holdings, directly (whether through ownership or position), or indirectly through one or more intermediaries, may be deemed for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, to be the indirect beneficial owner of some or all of the shares of Common Stock held by GEI VI, GEI Side VI, Associates VI-A, or Associates VI-B and, therefore, a "ten percent holder" hereunder.
5. Each of the Reporting Persons disclaims beneficial ownership of the shares of Common Stock reported herein and not held for record by such Reporting Person, except to the extent of its pecuniary interest therein. This report shall not otherwise be deemed an admission that the Reporting Persons are the beneficial owners of such securities not held of record by the respective Reporting Person, for purposes of Section 16 or for any other purpose.
6. Represents shares of Common Stock sold by GEI Side VI.
7. Represents shares of Common Stock owned by GEI Side VI.
8. Represents shares of Common Stock sold by Associates VI-A.
9. Represents shares of Common Stock owned by Associates VI-A.
10. Represents shares of Common Stock sold by Associates VI-B.
11. Represents shares of Common Stock owned by Associates VI-B.

**Remarks:**

Messrs. John Danhaki, Jonathan Seiffer, and J. Kristofer Galashan are members of the board of directors of the Issuer, and partners of LGP, which is an affiliate of LGPM, Peridot, Capital, Holdings, GEI VI, GEI Side VI, Associates VI-A, and Associates VI-B (the "LGP Entities"). Accordingly, Messrs. Danhaki, Seiffer, and Galashan may be determined to represent the interest of the LGP Entities on the board of directors of the Issuer, and accordingly, the LGP Entities may be deemed to be directors for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.

/s/ Andrew C. Goldberg,  
attorney-in-fact

07/01/2021

\*\* 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.