

FORM 4

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

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person PINCUS MARK J		2. Issuer Name and Ticker or Trading Symbol Aurora Innovation, Inc. [AUR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ X Other (specify below) FORMER DIRECTOR	
(Last) (First) (Middle) C/O REINVENT TECHNOLOGY PARTNERS Y, 215 PARK AVENUE, FLOOR 11		3. Date of Earliest Transaction (Month/Day/Year) 11/03/2021			
(Street) NEW YORK, NY 10003		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person	
(City) (State) (Zip)		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	11/03/2021		A	(1)	600,000	A	\$ 10	600,000	I	See Footnote (2)
Class A Common Stock	11/03/2021		A	(1)	400,000	A	\$ 10	400,000	I	See Footnote (3)
Class A Common Stock	11/03/2021		M	(4)	6,883,086	A	(4)	6,883,086	I	See Footnote (6)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Securities (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 of Derivative Security: 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				
Class B Ordinary Shares	(7)	11/03/2021		D	(7)		17,434,414	(7)	(7)	Class A Common Stock	17,434,414	(7)	6,883,086	I	See Footnote (6)
Class B Ordinary Shares	(4)	11/03/2021		M	(4)		6,883,086	(4)	(4)	Class A Common Stock	6,883,086	(4)	0	I	See Footnote (6)
Private Placement Warrants	\$ 11.5	11/03/2021		A	(8)		8,900,000	(8)	(8)	Class A Common Stock	8,900,000	\$ 2.5	8,900,000	I	See Footnote (6)
Class B Common Stock	(10)	11/03/2021		A	(9)		1,174,642	(10)	(10)	Class A Common Stock	1,174,642	(9)	1,174,642	I	See Footnote (11)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PINCUS MARK J C/O REINVENT TECHNOLOGY PARTNERS Y 215 PARK AVENUE, FLOOR 11 NEW YORK, NY 10003				FORMER DIRECTOR

Signatures

/s/ David Cohen as attorney-in-fact for Mark Pincus	11/05/2021
<small>Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

- * 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).
- (1) Reflects Issuer's Class A common stock acquired from the Issuer pursuant to a Subscription Agreement in connection with the business combination of Reivent Technology Partners Y (the former name of the Issuer) ("RTPY") and Aurora Innovation Holdings, Inc. (formerly known as November 3, 2021. The reporting person resigned as a director of the Issuer upon consummation of the Business Combination.
- (2) Reflects securities held directly by Workplay Ventures LLC. On the basis of the reporting person's relationship with Workplay Ventures LLC, the reporting person may be deemed a beneficial owner of the securities held by Workplay Ventures LLC. The reporting person disclaims bene
- (3) Reflects securities held directly by MJP DT Holdings LLC. On the basis of the reporting person's relationship with MJP DT Holdings LLC, the reporting person may be deemed a beneficial owner of the securities held by MJP DT Holdings LLC. The reporting person disclaims benefi
- (4) Pursuant to the Business Combination, RTPY domesticated as a Delaware corporation and changed its name to "Aurora Innovation, Inc." (the "Domestication"), and each RTPY Class B ordinary share that was issued and outstanding as of immediately prior to the Domestication was au
- (5) 75% of such shares are subject to vesting in tranches of 1/3 if the volume weighted average price of the Issuer's shares of Class A common stock equals or exceeds \$15.00, \$17.50 or \$20.00, respectively, for any 20 trading days within a 30 trading day period on or prior to the tenth anni
- (6) event the Issuer completes a transaction that results in a change of control, all unvested shares will vest immediately prior to the closing of such transaction.
- (7) Reflects securities held directly by Reivent Sponsor Y LLC (the "Sponsor"). The reporting person may be deemed a beneficial owner of securities held by the Sponsor by virtue of his shared control over and indirect pecuniary interest in the Sponsor. The reporting person disclaims bene
- (8) On November 3, 2021, pursuant to the terms of the Sponsor Agreement, dated as of July 14, 2021, by and among RTPY, Aurora and the Sponsor, the Sponsor forfeited 17,434,414 RTPY Class B ordinary shares as of immediately prior to the Domestication for no consideration.
- (9) Represents Private Placement Warrants acquired from the Issuer in connection with the Issuer's initial public offering. Each warrant is exercisable for one share of the Issuer's Class A common stock at an exercise price of \$11.50 per share, subject to certain adjustments. The warrants ma
- (10) liquidation.
- (11) Upon the consummation of, and pursuant to, the Business Combination, shares of Class B Stock of Aurora held by Reivent Capital Fund LP ("Reivent Capital Fund") were cancelled and converted into 1,174,642 shares of Issuer's Class B common stock at a deemed value of \$10.00 p
- (12) Each share of Issuer Class B common stock is convertible at any time by the holder into one share of Issuer Class A common stock. Pursuant to the terms of the Issuer's charter (the "Charter"), each share of Issuer Class B common stock (i) is convertible at any time by the holder into on
- (13) upon transfer to a recipient that is not a permitted transferee, upon the death of the holder, or as otherwise set forth in the Charter.
- (14) Reflects securities held directly by Reivent Capital Fund. The reporting person may be deemed a beneficial owner of securities held by Reivent Capital Fund by virtue of his shared control over and indirect pecuniary interest in Reivent Capital Fund. The reporting person disclaims b
- (15) therein.

Remarks:

The inclusion of the securities in this report shall not be deemed an admission by the reporting person of beneficial ownership of all of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended

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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