

INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person * <u>Maday David</u> (Last) (First) (Middle) <u>C/O AURORA INNOVATION, INC.</u> <u>1654 SMALLMAN STREET</u> (Street) <u>PITTSBURGH PA 15222</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>06/14/2023</u>	3. Issuer Name and Ticker or Trading Symbol <u>Aurora Innovation, Inc. [AUR]</u>	
		4. 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>See Remarks</u>	5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Class A Common Stock</u>	<u>353,396⁽¹⁾⁽²⁾</u>	<u>D</u>	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Stock Options (Right to Buy)</u>	<u>(3)</u>	<u>02/01/2031</u>	<u>Class A Common Stock</u>	<u>716,377</u>	<u>3.67</u>	<u>D</u>
<u>Stock Options (Right to Buy)</u>	<u>(4)</u>	<u>08/09/2032</u>	<u>Class A Common Stock</u>	<u>109,052</u>	<u>2.44</u>	<u>D</u>
<u>Stock Options (Right to Buy)</u>	<u>(5)</u>	<u>03/08/2033</u>	<u>Class A Common Stock</u>	<u>100,000</u>	<u>1.42</u>	<u>D</u>

Explanation of Responses:

1. Represents (i) 42,268 shares of Class A common stock of the Issuer, (ii) 30,347 restricted stock units, each restricted stock unit representing the right to receive one share of Class A common stock of the Issuer (?RSUs?), 1/3 of which will vest on August 20, 2023, and 1/3 of which will vest quarterly thereafter on each of the Issuer's standard quarterly vesting dates until fully vested on February 20, 2024, (iii) 71,842 RSUs, 25% of which will vest quarterly on each of the Issuer's standard quarterly vesting dates following February 20, 2024, (iv) 12,387 RSUs, 25% of which will vest quarterly on each of the Issuer's standard quarterly vesting dates following February 20, 2025, (v) 109,052 RSUs, all of which will vest on August 20, 2023, and (vi) 87,500 RSUs, which will vest on each of the Issuer's standard quarterly vesting dates in increments of 12,500 RSUs until fully vested on February 20, 2025.

2. The vesting events for RSUs are subject to the reporting person's continued service through the applicable vesting date.

3. 25% of the shares subject to the stock option vested on September 14, 2021, and 1/36th of the remaining shares vest monthly thereafter, subject to the reporting person's continued service through the applicable vesting date. The stock option is subject to acceleration in the event that reporting person's employment is terminated without Cause or the reporting person resigns for Good Reason, in each case within twelve (12) months following a Change in Control. The terms "Cause," "Good Reason" and "Change in Control" are defined in the applicable stock option agreement.

4. All of the shares subject to the stock option will vest on August 20, 2023, subject to the reporting person's continued service through the vesting date.

5. 1/24th of shares subject to the stock option vested on March 20, 2023, and 1/24th of the total number of shares subject to the stock option vest monthly thereafter, subject to the reporting person's continued service through the applicable vesting date.

Remarks:

Reporting person's title: Chief Financial Officer; Exhibit 24 - Power of Attorney

/s/ David Maday

06/15/2023

** 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 5 (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.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Aurora Innovation, Inc. (the "*Company*"), hereby constitutes and appoints Nolan Shenai, Jessica McBride, Yijun (Han) Han, Mingshu Liu, Erin Brown and Jiani (Jenny) Wang, as the undersigned's true and lawful attorney-in-fact to:

1. complete and execute Forms 3, 4 and 5 and other forms and all amendments thereto as such attorney-in-fact shall in his discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
2. do all acts necessary in order to file such forms with the SEC, any securities exchange or national association, the Company and such other person or agency as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorney-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 14th day of June, 2023.

Signature: /s/ David Maday

Print Name: David Maday