SONIC CORP Form 4 January 21, 2014

#### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* VAUGHAN STEPHEN C

300 JOHNNY BENCH DRIVE

OKLAHOMA CITY, OK 73104

(Street)

(State)

Symbol

2. Issuer Name and Ticker or Trading

SONIC CORP [SONC]

(First) (Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 01/16/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

3.

Applicable Line) \_X\_ Form filed by One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Person

Issuer

below)

Director

X\_ Officer (give title

1. Title of Security (Instr. 3)

(City)

Common

Stock

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Zip)

Code (Instr. 8)

TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

(A)

or

4. Securities

Securities Beneficially Owned Following Reported

5. Amount of

Form: Direct (D) or Indirect (I) (Instr. 4)

 $D^{(1)}$ 

6. Ownership 7. Nature of Indirect Beneficial Ownership (Instr. 4)

SEC 1474

(9-02)

10% Owner

Other (specify

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Exec. Vice Pres. & CFO

6. Individual or Joint/Group Filing(Check

Form filed by More than One Reporting

Estimated average

burden hours per

Transaction(s) (Instr. 3 and 4)

106,157

Code V Amount (D) Price

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

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 control number.

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

#### Edgar Filing: SONIC CORP - Form 4

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb
Incentive Stock Option (right to buy)	\$ 20.58	01/16/2014		A	4,859	(2)	01/16/2021	Common Stock	4,85
Non-qualified Stock Option (right to buy)	\$ 20.58	01/16/2014		A	24,527	(2)	01/16/2021	Common Stock	24,5

# **Reporting Owners**

Director 10% Owner Officer Other

VAUGHAN STEPHEN C 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104

Exec. Vice Pres. & CFO

### **Signatures**

Carolyn C. Cummins for Stephen C. Vaughan

01/21/2014

\*\*Signature of Reporting Person

Date

# **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) The total number of shares beneficially owned directly includes 4,814 shares held in the 1991 Sonic Corp. Stock Purchase Plan as of January 6, 2014.
- (2) One-third of the total number of options granted on January 16, 2014 will vest on each of the first three anniversary dates following the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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