

SONIC CORP  
Form 4  
October 29, 2014

**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, 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)

1. Name and Address of Reporting Person \*  
Bass Paige S

(Last) (First) (Middle)  
300 JOHNNY BENCH DRIVE  
(Street)

OKLAHOMA CITY, OK 73104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SONIC CORP [SONC]

3. Date of Earliest Transaction (Month/Day/Year)  
10/27/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior Vice President

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**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	(D)	Price
Common Stock					907 <sup>(1)</sup>	I	By 401(k)
Common Stock	10/27/2014		M		39,625	A	\$ 22.24
Common Stock	10/27/2014		M		3,063	A	\$ 21.65
Common Stock	10/27/2014		M		16,281	A	\$ 8.74
Common Stock	10/27/2014		S		58,969	D	\$ 24.7003
							<sup>(2)</sup>
					764 <sup>(3)</sup>	D	

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Common Stock	10/27/2014	S	2,833	D	\$ 24.75	10,489	I	By self as trustee of trust
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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 Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Incentive stock option (right to buy)	\$ 21.65	10/27/2014		M	3,063	04/06/2008 04/06/2015	Common Stock	3,063
Non-qualified stock option (right to buy)	\$ 22.24	10/27/2014		M	35,129	01/10/2011 01/10/2015	Common Stock	35,129
Incentive stock option (right to buy)	\$ 22.24	10/27/2014		M	4,496	01/10/2011 01/10/2015	Common Stock	4,496
Incentive stock option (right to buy)	\$ 8.74	10/27/2014		M	3,700	01/14/2013 01/14/2017	Common Stock	3,700
Non-qualified stock option (right to buy)	\$ 8.74	10/27/2014		M	12,581	01/14/2013 01/14/2017	Common Stock	12,581

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bass Paige S 300 JOHNNY BENCH DRIVE			Senior Vice President	

OKLAHOMA CITY, OK 73104

## Signatures

Paige S. Bass

10/29/2014

\_\_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) Shares held in the Sonic Corp. 401(k) as of October 27, 2014.
- (2) This price represents the weighted average sales price. The shares sold at prices ranging from \$24.5287 to \$24.86 per share. The reporting person will provide full details regarding the number of shares sold at each separate price upon the SEC's request.
- (3) The total number of shares beneficially owned includes 764 shares held in the 1991 Sonic Corp. Stock Purchase Plan as of October 27, 2014.

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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