

SONIC CORP
Form 4
June 10, 2015

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 *
VAUGHAN STEPHEN C

(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)
06/08/2015

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)
Exec. Vice Pres. & CFO

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	06/08/2015		M		4,192	A	\$ 6.8
							100,353 ⁽¹⁾
Common Stock	06/08/2015		S		4,192	D	\$ 31
							96,161 ⁽¹⁾
Common Stock	06/10/2015		M		22,208	A	\$ 11.07
							118,369 ⁽¹⁾
Common Stock	06/10/2015		M		9,795	A	\$ 20.58
							128,164 ⁽¹⁾
Common Stock	06/10/2015		S		32,003	D	\$ 31.0926
							96,161 ⁽¹⁾
							⁽²⁾

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

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(9-02)

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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified stock option (right to buy)	\$ 11.07	06/08/2015		M		4,192		01/16/2015	01/16/2020	Common Stock	4,192
Non-qualified stock option (right to buy)	\$ 11.07	06/10/2015		M		22,208		01/16/2015	01/16/2020	Common Stock	22,208
Non-qualified stock option (right to buy)	\$ 20.58	06/10/2015		M		9,795		01/16/2015	01/16/2021	Common Stock	9,795

Reporting Owners

Reporting Owner Name / Address

Relationships

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

06/10/2015

**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)

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The total number of shares beneficially owned directly includes 6,209 shares held in the 1991 Sonic Corp. Stock Purchase Plan as of May 29, 2015.

- (2) This price represents the weighted average sales price. The shares sold at prices ranging from \$31.00 to \$31.28 per share. The reporting person will provide full details regarding the number of shares sold at each separate price upon the SEC's request.

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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