

San Pedro Claudia
Form 4
December 10, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
San Pedro Claudia

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/30/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President

OKLAHOMA CITY, OK 73104
(City) (State) (Zip)

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

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/30/2018		G	V	4,610	D	\$ 0
Common Stock	12/07/2018		D ⁽¹⁾		51,183	D	\$ 43.5
							0

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.

SEC 1474 (9-02)

Edgar Filing: San Pedro Claudia - Form 4

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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Nonqualified Stock Option (right to buy)	\$ 6.8	12/07/2018		D ⁽¹⁾	5,495	⁽³⁾ 01/18/2019	Common Stock	5,495
Stock Option (right to buy) <u>(4)</u>	\$ 11.07	12/07/2018		D ⁽¹⁾	10,697	⁽³⁾ 01/16/2020	Common Stock	10,697
Stock Option (right to buy) <u>(4)</u>	\$ 20.58	12/07/2018		D ⁽¹⁾	7,516	⁽³⁾ 01/16/2021	Common Stock	7,516
Stock Option (right to buy) <u>(4)</u>	\$ 31.29	12/07/2018		D ⁽¹⁾	7,409	⁽³⁾ 01/29/2022	Common Stock	7,409
Stock Option (right to buy) <u>(4)</u>	\$ 29.37	12/07/2018		D ⁽¹⁾	23,112	⁽³⁾ 01/28/2023	Common Stock	23,112
Stock Option (right to buy) <u>(4)</u>	\$ 25.4	12/07/2018		D ⁽¹⁾	33,373	⁽³⁾ 01/19/2024	Common Stock	33,373
Stock Option (right to buy) <u>(4)</u>	\$ 25.84	12/07/2018		D ⁽¹⁾	58,837	⁽³⁾ 01/31/2025	Common Stock	58,837

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
San Pedro Claudia 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104			President	

Signatures

Carolyn C. Cummins for Claudia San
Pedro

12/07/2018

__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) Disposed of as a result of the merger pursuant to the previously announced Agreement and Plan of Merger, dated September 24, 2018, by and among the issuer, Inspire Brands, Inc. and SSK Merger Sub, Inc.
- (2) The total number of shares beneficially owned directly includes 13,663 shares held in the 1991 Sonic Corp. Stock Purchase Plan as of December 7, 2018.
- (3) Fully vested.
- (4) Previously, ISOs and NQs were reported as separate awards but are combined in this final Form 4 into one award by issue date.

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.