

SONIC CORP

Form 4

October 29, 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

OMB APPROVAL

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(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
____X____ Officer (give title below) ____ Other (specify below)

Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock					907 ⁽¹⁾	I	By 401(k)
Common Stock	10/27/2014		M	39,625 A \$ 22.24	40,389 ⁽³⁾	D	
Common Stock	10/27/2014		M	3,063 A \$ 21.65	43,452 ⁽³⁾	D	
Common Stock	10/27/2014		M	16,281 A \$ 8.74	59,733 ⁽³⁾	D	
Common Stock	10/27/2014		S	58,969 D \$ 24.7003	764 ⁽³⁾	D	

⁽²⁾

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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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SEC 1474
(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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
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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