

SONIC CORP

Form 4

November 03, 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

OMB
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(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)
10/30/2014

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)

Exec. Vice Pres. & CFO

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	10/30/2014		M	8,795	A \$ 19.72	98,285 ⁽¹⁾	D
Common Stock	10/30/2014		S	8,795	D \$ 25.2014	89,490 ⁽¹⁾	D
Common Stock	10/31/2014		M	11,188	A \$ 19.72	100,678 ⁽¹⁾	D
Common Stock	10/31/2014		M	60,519	A \$ 22.24	161,197 ⁽¹⁾	D
Common Stock	10/31/2014		S	65,663	D \$ 25.21	95,534 ⁽¹⁾	D

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Securities
Non-qualified stock option (right to buy)	\$ 19.72	10/30/2014		M		8,795		11/10/2007	11/10/2014	Common Stock	8,795
Non-qualified stock option (right to buy)	\$ 19.72	10/31/2014		M		9,640		11/10/2007	11/10/2014	Common Stock	9,640
Incentive stock option (right to buy)	\$ 19.72	10/31/2014		M		1,548		11/10/2007	11/10/2014	Common Stock	1,548
Incentive stock option (right to buy)	\$ 22.24	10/31/2014		M		4,496		01/10/2011	01/10/2015	Common Stock	4,496
Non-qualified stock option (right to buy)	\$ 22.24	10/31/2014		M		56,023		01/10/2011	01/10/2015	Common Stock	56,023

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

Paige S. Bass for Stephen C.
Vaughan

11/03/2014

__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 5,582 shares held in the 1991 Sonic Corp. Stock Purchase Plan as of September 30, 2014.
- (2) This price represents the weighted average sales price. The shares sold at prices ranging from \$25.20 to \$25.21 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) This price represents the weighted average sales price. The shares sold at prices ranging from \$25.10 to \$25.37 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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