SONIC CORP Form 4 January 19, 2010

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

Washington, D.C. 20549

January 31, Expires: 2005

Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LIEBERMAN LEONARD			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)	3. Date of Earliest Transaction	(Check an approacte)		
300 JOHNNY BENCH DRIVE		DRIVE	(Month/Day/Year) 01/14/2010	X Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
OKLAHOMA CITY, OK 73104				Form filed by More than One Reporting Person		

OKLAHOMA CITY, OK 73104

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit oner Dispos (Instr. 3, 4)	ed of (` ′	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	01/14/2010		M	10,125	A	\$ 6.27	123,078	D	
Common Stock	01/14/2010		S	10,125	D	\$ 8.6762 (1)	112,953	D	
Common Stock	01/15/2010		M	1,378 (2)	A	\$ 0	114,331	D	

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

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

]	I. 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 (A) or Disj (D) (Instr. 3, 4)	Acquired posed of	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and 4 Underlying S (Instr. 3 and
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
,	Non-qualified Stock Option (right to buy)	\$ 6.27	01/14/2010		M		10,125	01/19/2003	01/19/2010	Common Stock
5	Non-qualified stock option (right to buy)	\$ 8.74	01/14/2010		A	14,791		(3)	01/14/2017	Common Stock
	Restricted Stock Units	\$ 0	01/14/2010		A	4,930		<u>(4)</u>	<u>(4)</u>	Common Stock
	Restricted Stock Units	\$ 0	01/15/2010		M		1,378 (2)	(2)	(2)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
LIEBERMAN LEONARD 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104	X						

Signatures

Carolyn C. Cummins for Leonard
Lieberman

01/19/2010

**Signature of Reporting Person

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) This price represents the weighted average sales price. The shares sold at prices ranging from \$8.66 to \$8.69 per share. The reporting person will provide full details regarding the number of shares sold at each separate price upon the SEC's request.

Date

- (2) Represents shares that vested in accordance with the terms of Restricted Stock Units granted January 15, 2009, providing for vesting of Restricted Stock Units in equal annual installments on each of the first three anniversaries following the date of grant.
- (3) One-third of the total number of options granted on January 14, 2010 will vest on each of the first three anniversary dates following the date of grant.

Reporting Owners 2

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One-third of the total number of Restricted Stock Units granted will vest on each of the first three anniversary dates following the date of grant and will be issued in shares of Sonic Corp. common stock on a one-for-one basis, subject to certain restrictions.

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.