SONIC CORP Form 4 January 18, 2013

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

Number:

3235-0287 January 31,

2005

Expires:

Estimated average

burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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(b).

Common

Common

Stock

Stock

1. Name and Address of Reporting Person * HUDSON J CLIFFORD			2. Issuer Name and Ticker or Trading Symbol SONIC CORP [SONC]			5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (1	Middle)	3. Date of Earliest Transaction			(Check all applicable)			
300 JOHNN	Y BENCH DRIV	/E	(Month/Day/Year) 01/16/2013				_X Director 10% Owner _X Officer (give title Other (specify below)  Chief Executive Officer		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
OKLAHOM	IA CITY, OK 73	104					Form filed by Person	More than One Ro	eporting
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securities Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executi any	emed on Date, if /Day/Year)	3. Transaction Code (Instr. 8)	Disposed (Instr. 3,	l (A) or l of (D)	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							505,412	I	By self as trustee of trust
Common Stock							313,256	I	By spouse as trustee of trust
~									

By family

owned

LLC

D

I (2)

48,575 (1)

82,000

Common Stock 9,855 I Trustee of son's trust

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)

## 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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and 2. Underlying 3 (Instr. 3 and	Securi
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Nun Shar
Incentive Stock Option (right to buy)	\$ 11.07	01/16/2013		A	9,033	(3)	01/16/2020	Common Stock	9,
Non-qualified stock option (right to buy)	\$ 11.07	01/16/2013		A	137,607	(3)	01/16/2020	Common Stock	137

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

HUDSON J CLIFFORD

300 JOHNNY BENCH DRIVE X Chief Executive Officer

OKLAHOMA CITY, OK 73104

#### **Signatures**

Carolyn C. Cummins for J. Clifford Hudson 01/18/2013

\*\*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 6,786 shares held in the 1991 Sonic Corp. Stock Purchase Plan as of January 8, 2013.

**(2)** 

Reporting Owners 2

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The reporting person owns 21% of the family limited liability company and disclaims beneficial ownership of the issuer's shares held by the family limited liability company except to the extent of his pecuniary interest.

(3) One-third of the total number of options granted on January 16, 2013 will vest on each of the first three anniversary dates following the date of grant.

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.