## Edgar Filing: SONIC CORP - Form 4

| SONIC CORP  |                |                  |   |                        |         |  |  |                                     |   |  |
|---|----------------|------------------|---|------------------------|---------|--|--|-------------------------------------|---|--|
| Form 4<br>February 02, 2015   |                |                  |   |                        |         |  |  |                                     |   |  |
| FORM 4  |                |                  |   |                        |         |  |  |                                     | PPROVAL   |  |
|   | UNITED S       | TATES            |   | ITIES AN<br>hington, D |         |  | COMMISSION   | NOMB<br>Number:                     | 3235-0287   |  |
| Subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>obligations<br>may continue.<br>Filed pursuant to<br>Section 17(a) of the |                |                  | F CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES<br>Section 16(a) of the Securities Exchange Act of 1934,<br>Public Utility Holding Company Act of 1935 or Section<br>of the Investment Company Act of 1940 |                        |         |  |  | Estimated<br>burden hoi<br>response | Estimated average<br>burden hours per<br>response 0.5 |  |
| (Print or Type Respons  | ses)           |                  |   |                        |         |  |  |                                     |   |  |
| 1. Name and Address of Reporting Person <u>*</u><br>RICHARDSON FRANK E III  |                |                  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>SONIC CORP [SONC]  |                        |         |  | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)  |                                     |   |  |
| (Last) (F   | First) (Mi     | ddle)            | 3. Date of  | Earliest Tran          | saction |  | (Che   | ск ап аррпсаві                      | e)  |  |
| 300 JOHNNY BENCH DRIVE<br>(Street)<br>OKLAHOMA CITY, OK 73104   |                |                  | (Month/Day/Year)<br>01/29/2015<br>4. If Amendment, Date Original<br>Filed(Month/Day/Year)   |                        |         |  | Orficer (give title below)      10% Owner        Orficer (give title below)      Other (specify below)         6. Individual or Joint/Group Filing(Check         Applicable Line)        Form filed by One Reporting Person        Form filed by More than One Reporting |                                     |   |  |
|   |                |                  |   |                        |         |  |  |                                     |   |  |
| 1.Title of 2. Tr  | ansaction Date | Execution<br>any | ned   | Code Disposed of (D)   |         | cquired, Disposed of<br>5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4)   | 7. Nature of                        |   |  |
| Common<br>Stock   |                |                  |   |                        |         |  | 16,484   | I                                   | Trustee of<br>children's<br>trusts                    |  |
| Common<br>Stock   |                |                  |   |                        |         |  | 1,500  | Ι                                   | By son  |  |
| Common<br>Stock   |                |                  |   |                        |         |  | 1,548,579  | D                                   |   |  |

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

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#### number.

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. Number<br>prof Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amoun<br>Underlying Securiti<br>(Instr. 3 and 4) |                                   |
|---|---|---|---|--|---|--|--------------------|---|-----------------------------------|
|   |   |   |   | Code V                                 | (A) (D)   | Date<br>Exercisable  | Expiration<br>Date | Title   | Amou<br>or<br>Numt<br>of<br>Share |
| Restricted<br>Stock Units                           | \$ 0  | 01/29/2015                              |   | А                                      | 1,358   | (1)  | (1)                | Common<br>Stock   | 1,35                              |
| Non-qualified<br>stock option<br>(right to buy)     | \$ 31.29  | 01/29/2015                              |   | А                                      | 4,780   | 01/29/2016   | 01/29/2022         | Common<br>Stock   | 4,78                              |

# **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |  |  |
|---|---------------|-----------|---------|-------|--|--|
|   | Director      | 10% Owner | Officer | Other |  |  |
| RICHARDSON FRANK E III<br>300 JOHNNY BENCH DRIVE<br>OKLAHOMA CITY, OK 73104 | Х             |           |         |       |  |  |
| Signatures  |               |           |         |       |  |  |
| Carolyn C. Cummins for Frank E<br>Richardson                                | E. 02/02/2015 |           |         |       |  |  |
| **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 will vest January 29, 2016 in accordance with the terms of the Restricted Stock Units granted January 29, 2015, 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.