

SONIC CORP
Form 4
April 10, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HUDSON J CLIFFORD

(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)
04/08/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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					313,256	I	By spouse as trustee of trust
Common Stock					82,000	I ⁽¹⁾	By family owned LLC
Common Stock					9,855	I	Trustee of son's trust
Common Stock	04/08/2013		M	1,397 A	\$ 12.09 51,160 ⁽²⁾	D	
	04/08/2013		S	1,397 D	\$ 12.6 49,763 ⁽²⁾	D	

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Common Stock									
Common Stock	04/09/2013		M	52,374	A	\$ 12.09	102,137 ⁽²⁾	D	
Common Stock	04/09/2013		S	51,698	D	\$ 12.389 ⁽³⁾	50,439 ⁽²⁾	D	
Common Stock	04/09/2013		<u>J</u> ⁽⁴⁾	676	D	\$ 0	49,763	D	
Common Stock	04/09/2013		<u>J</u> ⁽⁴⁾	676	A	\$ 0	506,088	I	By self as trustee of trust

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 of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified stock option (right to buy)	\$ 12.09	04/08/2013		M	1,397	04/10/2006 04/10/2013	Common Stock	1,397	
Non-qualified stock option (right to buy)	\$ 12.09	04/09/2013		M	44,103	04/10/2006 04/10/2013	common stock	44,103	
Incentive Stock Option (right to buy)	\$ 12.09	04/09/2013		M	8,271	04/10/2006 04/10/2013	common stock	8,271	

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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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 04/10/2013

__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 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.
- (2) The total number of shares beneficially owned directly includes 7,974 shares held in the 1991 Sonic Corp. Stock Purchase Plan as of February 28, 2013.
- (3) This price represents the weighted average sales price. The shares sold at prices ranging from \$12.31 to \$12.45 per share. The reporting person will provide full details regarding the number of shares sold at each separate price upon the SEC's request.
- (4) Shares transferred from direct beneficial ownership to indirect beneficial ownership by self as trustee of trust.

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.