

Cummins Carolyn C.
Form 4
December 10, 2018

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 *
Cummins Carolyn 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)
12/04/2018

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 ____ Other (specify
below) below)

Vice President

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 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 Ownership (Instr. 4)
Common Stock	12/04/2018		G	V 1,600 D \$ 0 23,944		I	by self as trustee of trust
Common Stock	12/07/2018		D ⁽¹⁾	4,074 ⁽²⁾ D \$ 43.5 0		D	
Common Stock	12/07/2018		D ⁽¹⁾	23,944 D \$ 43.5 0		I	by self as trustee of 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**

SEC 1474
(9-02)

required to respond unless the form
displays a currently valid OMB control
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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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock option (right to buy) <u>(3)</u>	\$ 6.8	12/07/2018		D <u>(1)</u>		10,443		<u>(4)</u>	01/18/2019	common stock	10,443
Incentive stock option (right to buy)	\$ 11.07	12/07/2018		D <u>(1)</u>		8,163		<u>(4)</u>	01/16/2020	common stock	8,163
Incentive stock option (right to buy)	\$ 20.58	12/07/2018		D <u>(1)</u>		5,764		<u>(4)</u>	01/16/2021	common stock	5,764
Stock option (right to buy) <u>(3)</u>	\$ 31.29	12/07/2018		D <u>(1)</u>		4,605		<u>(4)</u>	01/29/2022	common stock	4,605
Stock option (right to buy) <u>(3)</u>	\$ 29.37	12/07/2018		D <u>(1)</u>		5,146		<u>(4)</u>	01/28/2023	common stock	5,146
Stock option (right to buy) <u>(3)</u>	\$ 25.4	12/07/2018		D <u>(1)</u>		7,416		<u>(4)</u>	01/19/2024	common stock	7,416
Stock option (right to buy) <u>(3)</u>	\$ 25.84	12/07/2018		D <u>(1)</u>		7,845		<u>(4)</u>	01/31/2025	common stock	7,845

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cummins Carolyn C. 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104			Vice President	

Signatures

Carolyn C.
Cummins

12/07/2018

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) Disposed of as a result of the merger pursuant to the previously announced Agreement and Plan of Merger, dated September 24, 2018, by and among the issuer, Inspire Brands, Inc. and SSK Merger Sub, Inc.
- (2) Shares held in the Sonic Corp. Stock Purchase Plan as of December 7, 2018.
- (3) Previously, ISOs and NQs were reported as separate awards but are combined in this final Form 4 into one award by issue date.
- (4) Fully vested.

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.