Edgar Filing: FREDS INC - Form 4

FREDS INC											
Form 4											
April 27, 201	5										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287			
Check thi if no long							Expires:	January 31, 2005			
subject to STATEMENT OF			F CHAN	F CHANGES IN BENEFICIAL OW				NERSHIP OF	Estimated		
Section 16. Form 4 or				SECURITIES					burden hou	•	
Form 5		irsuant to	Section 16	b(a) of the	Securiti	es Fr	chang	ge Act of 1934,	response	0.5	
obligation	^{IS} Section 17							of 1935 or Section	on		
may conti <i>See</i> Instru	nue.		of the Inv	•	•	- ·					
1(b).	etton										
	`										
(Print or Type R	(esponses)										
			2. Issuer Symbol	2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
			•	INC [FRI	EDI						
$(\mathbf{L}_{i}, \mathbf{r}_{i})$ $(\mathbf{L}_{i}, \mathbf{r}_{i})$ $(\mathbf{M}_{i}, \mathbf{L}_{i})$								(Check all applicable)			
(N				3. Date of Earliest Transaction (Month/Day/Year)				Director 10% Owner Officer (give title Other (specify			
			04/22/2015								
								below)	below) SVP		
(Street) 4. If Ame				Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
				(Month/Day/Year)				Applicable Line)			
MEMPHIS,	TN 38118			•					One Reporting Po More than One Ro		
		(7.)						Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	any		on Date, if	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D))	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial	
		(Month	/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)			5)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
						(A)		Reported Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Class A				coue v	Amount	(D)	Thee				
Common Stock	04/22/2015			J <u>(1)</u>	482 <u>(1)</u>	$\frac{\mathbf{D}}{(1)}$	\$0	10,038	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 number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Under Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Strickland Shannon 4300 NEW GETWELL ROAD MEMPHIS, TN 38118			SVP				
Signatures							
Jerry Shore by power of	04/	27/2015					

04/2//2015 attorney Date

**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) restricted shares canceled due to performance.

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.