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 this if no long							Expires:	January 31, 2005			
subject to	SIAIE	MENT O	F CHAN	CHANGES IN BENEFICIAL OW				NERSHIP OF	Estimated a		
Section 16. Form 4 or				SECURITIES					burden hours per		
Form 5		rsuant to	Section 16	b(a) of the	Securiti	es Ex	chang	ge Act of 1934,	response	0.5	
obligation	¹⁸ Section 17							of 1935 or Section	on		
may conti <i>See</i> Instru	nue.		of the Inv	•	•	- ·					
1(b).	Chon										
(Print or Type R	esponses)										
(Thin of Type K	esponses)										
			2. Issuer Symbol	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
			•	INC [FRI	ED]						
(Last)	(First) (Middle)	3 Date of	- Earliest Tra	insaction			(Che	ck all applicable	e)	
(Month				Ionth/Day/Year)				Director 10% Owner X Officer (give title Other (specify below) below)			
			04/22/2015								
									VP		
(Street) 4. If Amer				Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Mon	ed(Month/Day/Year)				Applicable Line)			
MEMPHIS,	TN 38118							_X_ Form filed by Form filed by I Person	One Reporting Pe More than One Re		
(City)	(State)	(Zip)		IN D	• .• .	· ·			6 D C .		
	. ,	-					ties Ac	quired, Disposed o		-	
1.Title of Security	2. Transaction Da (Month/Day/Year		emed on Date, if	3. Transactio	4. Securi		r	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	
(Instr. 3)	(Wondin Day) Tear	any	on Date, n	TransactionAcquired (A) or Code Disposed of (D)					(D) or	Beneficial	
		(Month	/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)				5)	Owned	Indirect (I)	Ownership	
								Following Reported	(Instr. 4)	(Instr. 4)	
						(A) or		Transaction(s)			
				Code V	Amount		Price	(Instr. 3 and 4)			
Class A						D					
Common Stock	04/22/2015			J <u>(1)</u>	364 <u>(1)</u>	<u>(1)</u>	\$0	0	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. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Under Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna 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			
McCord Clarke 4300 NEW GETWELL ROAD MEMPHIS, TN 38118			VP				
Signatures							
Jerry Shore by power of attorney	04/	27/2015					
**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) 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.