

SONIC CORP
Form 4
October 28, 2013

FORM 4

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

OMB APPROVAL

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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 *
Bass Paige S

(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)
10/25/2013

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)
Vice President

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					794 ⁽¹⁾	I	By 401(k)
Common Stock	10/25/2013		M		32,097	A	\$ 10.15 52,730 ⁽²⁾
Common Stock	10/25/2013		M		8,118	A	\$ 14.22 60,848 ⁽²⁾
Common Stock	10/25/2013		S		40,215	D	\$ 18.756 20,633 ⁽²⁾ ⁽³⁾
Common Stock	10/25/2013		S		4,091	D	\$ 18.7 16,542 ⁽²⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)	8. Amount or Number of Shares
Non-qualified stock option (right to buy)	\$ 10.15	10/25/2013		M	32,097	01/15/2012 01/15/2016	Common Stock	32,097
Incentive Stock Option (right to buy)	\$ 14.22	10/25/2013		M	8,118	04/29/2007 04/29/2014	Common Stock	8,118

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bass Paige S 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104			Vice President	

Signatures

Paige S. Bass 10/28/2013
 **Signature of Date
 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) Shares held in the Sonic Corp. 401(k) as of October 15, 2013.
- (2) The total number of shares beneficially owned directly includes 4,712 shares held in the 1991 Sonic Corp. Stock Purchase Plan as of October 15, 2013.
- (3) This price represents the weighted average sales price. The shares sold at prices ranging from \$18.645 to \$18.87 per share. The reporting person will provide full details regarding the number of shares sold at each separate price upon the SEC's request.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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