SONIC CORP Form 4 January 06, 2014

FORM 4

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

OMB APPROVAL OMB

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

0.5

Form 4 or Form 5 obligations

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

Estimated average burden hours per response...

See Instruction 1(b).

Common

Stock

01/06/2014

(Print or Type Responses)

may continue.

1. Name and Address of Reporting Person * ROSENBERG ROBERT M		Symbol	2. Issuer Name and Ticker or Trading Symbol SONIC CORP [SONC]		5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	iddle) 3. Date of	3. Date of Earliest Transaction			(Check all applicable)		
200 10100	V DENGU DDU	(Month/D	-		_X_ Director		6 Owner	
300 JOHNNY BENCH DRIVE		E 01/06/20	01/06/2014			Officer (give title below) Other (specification)		
	4. If Amer	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
		Filed(Mon	th/Day/Year)		Applicable Line) _X_ Form filed by	One Reporting Po	erson	
OKLAHOM	A CITY, OK 731	04				More than One Ro		
(City)	(State)	Zip) Table	e I - Non-D	erivative Securities Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership	
					Following	(Instr. 4)	(Instr. 4)	
				(A)	Reported			
				or	Transaction(s)			
			Code V	Amount (D) Price	(Instr. 3 and 4)			

Code V

M

Amount

1,266

(D)

Price

\$0

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

117,475

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)	Code	5. Number ion Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) (Instr. 3 and 4)		Securities	8. Pr Deriv Secu (Inst	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	01/06/2014	M	1,266	<u>(1)</u>	(1)	Common Stock	1,266	\$

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
ROSENBERG ROBERT M 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104	X				

Signatures

Paige S. Bass for Robert M. Rosenberg

01/06/2014

**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) Shares vested in accordance with the terms of Restricted Stock Units granted January 6, 2011, providing for vesting of Restricted Stock Units in equal annual installments on each of the first three anniversaries following the date of grant.

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.

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