

SONIC CORP

Form 4

February 12, 2014

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Janjua Omar

(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)

02/10/2014

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 below) \_\_\_\_ Other (specify below)

President of subsidiary

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 (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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/10/2014		M	23,853 A	\$ 6.8 33,853	D	
Common Stock	02/10/2014		S	23,853 D	\$ 17.8704 10,000 (1)	D	
Common Stock	02/11/2014		M	16,341 A	\$ 10.74 26,341	D	
Common Stock	02/11/2014		M	27,335 A	\$ 8.74 53,676	D	
Common Stock	02/11/2014		M	10,339 A	\$ 6.8 64,015	D	

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Common Stock	02/11/2014	S	54,015	D	\$ <u>(2)</u> 17.8732	10,000	D
Common Stock	02/12/2014	M	20,939	A	\$ 10.74	30,939	D
Common Stock	02/12/2014	S	20,939	D	\$ <u>(3)</u> 17.9755	10,000	D

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

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SEC 1474  
(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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 6.8	02/10/2014		M	23,853	01/18/2014 <sup>(4)</sup> 01/18/2019	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.74	02/11/2014		M	16,341	10/15/2012 10/15/2016	common stock
Incentive Stock Option (right to buy)	\$ 8.74	02/11/2014		M	9,113	01/14/2013 01/14/2017	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 8.74	02/11/2014		M	18,222	01/14/2013 01/14/2017	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.8	02/11/2014		M	10,339	<sup>(4)</sup> 01/18/2019	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.74	02/12/2014		M	20,939	10/15/2012 10/15/2016	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Janjua Omar 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104			President of subsidiary	

## Signatures

Carolyn C. Cummins for Omar  
Janjua

02/12/2014

\_\_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) This price represents the weighted average sales price. The shares sold at prices ranging from \$17.87 to \$17.88 per share. The reporting person will provide full details regarding the number of shares sold at each separate price upon the SEC's request.
- (2) This price represents the weighted average sales price. The shares sold at prices ranging from \$17.87 to \$18.0263 per share. The reporting person will provide full details regarding the number of shares sold at each separate price upon the SEC's request.
- (3) This price represents the weighted average sales price. The shares sold at prices ranging from \$17.90 to \$18.04 per share. The reporting person will provide full details regarding the number of shares sold at each separate price upon the SEC's request.
- (4) One-third of the total number of options granted on January 18, 2012 vest on each of the first three anniversary dates following the grant date.

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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