

Bass Paige S
 Form 4
 December 10, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

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

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

(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)
 10/19/2018

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)
 Senior 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | 10/19/2018 | | G | V 120 D \$ 0 | 35,526 | I | By self as trustee of trust |
| Common Stock | 12/07/2018 | | D ⁽¹⁾ | 962 ⁽²⁾ D \$ 43.5 | 0 | I | By 401(k) |
| Common Stock | 12/07/2018 | | D ⁽¹⁾ | 302 ⁽³⁾ D \$ 43.5 | 0 | D | |
| Common Stock | 12/07/2018 | | D ⁽¹⁾ | 35,526 D \$ 43.5 | 0 | I | By self as trustee of trust |

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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 Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Nonqualified Stock Option (right to buy) | \$ 6.8 | 12/07/2018 | | D ⁽¹⁾ | 4,932 | <u>(4)</u> 01/18/2019 | Common Stock | 4,932 |
| Stock Option (right to buy) <u>(5)</u> | \$ 11.07 | 12/07/2018 | | D ⁽¹⁾ | 24,729 | <u>(4)</u> 01/16/2020 | Common Stock | 24,729 |
| Stock Option (right to buy) <u>(5)</u> | \$ 20.58 | 12/07/2018 | | D ⁽¹⁾ | 18,334 | <u>(4)</u> 01/16/2021 | Common Stock | 18,334 |
| Stock Option (right to buy) <u>(5)</u> | \$ 31.29 | 12/07/2018 | | D ⁽¹⁾ | 15,438 | <u>(4)</u> 01/29/2022 | Common Stock | 15,438 |
| Stock Option (right to buy) <u>(5)</u> | \$ 29.37 | 12/07/2018 | | D ⁽¹⁾ | 18,284 | <u>(4)</u> 01/28/2023 | Common Stock | 18,284 |
| Stock Option (right to buy) <u>(5)</u> | \$ 25.4 | 12/07/2018 | | D ⁽¹⁾ | 23,732 | <u>(4)</u> 01/19/2024 | Common Stock | 23,732 |
| Stock Option (right to buy) <u>(5)</u> | \$ 25.84 | 12/07/2018 | | D ⁽¹⁾ | 25,104 | <u>(4)</u> 01/31/2025 | Common Stock | 25,104 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Bass Paige S
300 JOHNNY BENCH DRIVE
OKLAHOMA CITY, OK 73104

Senior Vice President

Signatures

Paige S. Bass 12/07/2018

 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) Disposed of as a result of the merger pursuant to the previously announced Agreement and Plan of Merger, dated September 24, 2018, by and among the issuer, Inspire Brands, Inc. and SSK Merger Sub, Inc.
- (2) Shares held in the Sonic Corp. 401(k) as of December 7, 2018.
- (3) Shares held in the 1991 Sonic Corp. Stock Purchase Plan as of December 7, 2018.
- (4) Fully vested.
- (5) Previously, ISOs and NQs were reported as separate awards but are combined in this final Form 4 into one award by issue date.

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.