

HUDSON J CLIFFORD
Form 4
December 10, 2018

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 *
HUDSON J CLIFFORD

(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)
10/01/2018

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)

Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common stock	10/01/2018		G	V	9,970	D	\$ 0 48,989	I	By spouse as trustee of trust
Common stock	10/10/2018		G	V	3,466	D	\$ 0 45,523	I	By spouse as trustee of trust
Common stock	11/09/2018		G	V	45,523	D	\$ 0 0	I	By spouse as trustee of trust
Common Stock	12/07/2018		D ⁽¹⁾		55,000	D	\$ 43.5 0	I	By family-owned LLC ⁽²⁾
Common Stock	12/07/2018		D ⁽¹⁾		9,855	D	\$ 43.5 0	I	Trustee of son's trust

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Common Stock 12/07/2018 D⁽¹⁾ 339,428 D \$ 43.5 0 I By self as trustee of trust

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

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Incentive Stock Option (right to buy)	\$ 29.37	12/07/2018		D ⁽¹⁾	3,404	⁽³⁾ 01/28/2023	common stock 3,404
Incentive Stock Option (right to buy)	\$ 25.4	12/07/2018		D ⁽¹⁾	3,937	⁽³⁾ 01/19/2024	common stock 3,937
Incentive Stock Option (right to buy)	\$ 25.84	12/07/2018		D ⁽¹⁾	3,869	⁽³⁾ 01/31/2025	common stock 3,869
Nonqualified Stock Option (right to buy)	\$ 29.37	12/07/2018		D ⁽¹⁾	30,876	⁽³⁾ 01/28/2023	common stock 30,876
Nonqualified Stock Option (right to buy)	\$ 25.4	12/07/2018		D ⁽¹⁾	82,738	⁽³⁾ 01/19/2024	common stock 82,738
Nonqualified Stock Option (right to buy)	\$ 25.84	12/07/2018		D ⁽¹⁾	137,341	⁽³⁾ 01/31/2025	common stock 137,341

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUDSON J CLIFFORD 300 JOHNNY BENCH DRIVE	X		Chief Executive Officer	

OKLAHOMA CITY, OK 73104

Signatures

Carolyn C. Cummins for J. Clifford
Hudson

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) The reporting person owns 29.4% of the family limited liability company and disclaims beneficial ownership of the issuer's shares held by the family limited liability company except to the extent of his pecuniary interest.
- (3) Fully vested.

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