

Cummins Carolyn C.  
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

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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 \*  
Cummins Carolyn C.

2. Issuer Name and Ticker or Trading Symbol  
SONIC CORP [SONC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
300 JOHNNY BENCH DRIVE  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/04/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice President

OKLAHOMA CITY, OK 73104  
  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 (D) Price			
Common Stock	12/04/2018		G	V 1,600 D \$ 0 23,944		I	by self as trustee of trust
Common Stock	12/07/2018		D <sup>(1)</sup>	4,074 <u>(2)</u> D \$ 43.5 0		D	
Common Stock	12/07/2018		D <sup>(1)</sup>	23,944 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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SEC 1474 (9-02)

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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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock option (right to buy) <sup>(3)</sup>	\$ 6.8	12/07/2018		D <sup>(1)</sup>	10,443	<sup>(4)</sup> 01/18/2019	common stock	10,443
Incentive stock option (right to buy)	\$ 11.07	12/07/2018		D <sup>(1)</sup>	8,163	<sup>(4)</sup> 01/16/2020	common stock	8,163
Incentive stock option (right to buy)	\$ 20.58	12/07/2018		D <sup>(1)</sup>	5,764	<sup>(4)</sup> 01/16/2021	common stock	5,764
Stock option (right to buy) <sup>(3)</sup>	\$ 31.29	12/07/2018		D <sup>(1)</sup>	4,605	<sup>(4)</sup> 01/29/2022	common stock	4,605
Stock option (right to buy) <sup>(3)</sup>	\$ 29.37	12/07/2018		D <sup>(1)</sup>	5,146	<sup>(4)</sup> 01/28/2023	common stock	5,146
Stock option (right to buy) <sup>(3)</sup>	\$ 25.4	12/07/2018		D <sup>(1)</sup>	7,416	<sup>(4)</sup> 01/19/2024	common stock	7,416
Stock option (right to buy) <sup>(3)</sup>	\$ 25.84	12/07/2018		D <sup>(1)</sup>	7,845	<sup>(4)</sup> 01/31/2025	common stock	7,845

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cummins Carolyn C. 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104			Vice President	

## Signatures

Carolyn C. Cummins  
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. Stock Purchase Plan as of December 7, 2018.
- (3) Previously, ISOs and NQs were reported as separate awards but are combined in this final Form 4 into one award by issue date.
- (4) Fully vested.

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.