

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

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

1. Name and Address of Reporting Person \*  
Taylor Kathy L

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)  
12/03/2018

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

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
 X  Form filed by One Reporting Person  
  Form filed by More than One Reporting  
Person

OKLAHOMA CITY, OK 73104

(City) (State) (Zip)

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	12/03/2018		D <sup>(1)</sup>		28,252	D \$ 43.5	13,837	I	By self as trustee of trust
Common Stock	12/07/2018		D <sup>(1)</sup>		13,837	D \$ 43.5	0	I	By self as trustee of trust
Common Stock	12/07/2018		D <sup>(1)</sup>		1,358	D \$ 43.5	0	D	

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

**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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	12/07/2018		D <sup>(1)</sup>		2,032		<u>(1)</u>	<u>(1)</u>	Common Stock	2,032
Nonqualified Stock Option (right to buy)	\$ 20.58	12/07/2018		D <sup>(1)</sup>		6,222		<u>(1)</u>	01/16/2021	Common Stock	6,222
Nonqualified Stock Option (right to buy)	\$ 31.29	12/07/2018		D <sup>(1)</sup>		4,780		<u>(1)</u>	01/29/2022	Common Stock	4,780
Nonqualified Stock Option (right to buy)	\$ 29.37	12/07/2018		D <sup>(1)</sup>		5,136		<u>(1)</u>	01/28/2023	Common Stock	5,136
Nonqualified Stock Option (right to buy)	\$ 25.4	12/07/2018		D <sup>(1)</sup>		6,675		<u>(1)</u>	01/19/2024	Common Stock	6,675
Nonqualified Stock Option (right to buy)	\$ 25.84	12/07/2018		D <sup>(1)</sup>		8,237		<u>(1)</u>	01/31/2025	Common Stock	8,237

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Taylor Kathy L 300 JOHNNY BENCH DRIVE OKLAHOMA CITY, OK 73104	X			

## Signatures

Carolyn C. Cummins for Kathy L.  
Taylor

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. (the "Merger Agreement"). At the effective time of the merger as contemplated in the merger agreement, (i) each outstanding share of Company Common Stock, was cancelled and automatically converted into the right to receive \$43.50 in cash and (ii) each Company Restricted Stock Unit and each Company Stock Option Award, vested and accelerated in full and was converted into the right to receive \$43.50 in cash (or in the case of Company Stock Option Awards, the difference between the exercise price and \$43.50).

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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