SONIC AUTOMOTIVE INC

Form 4 June 19, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

Form 5 obligations

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * SMITH BRYAN SCOTT

(First) (Middle)

C/O SONIC AUTOMOTIVE,

INC., 4401 COLWICK ROAD

(Street)

CHARLOTTE, NC 28211

2. Issuer Name and Ticker or Trading Symbol

SONIC AUTOMOTIVE INC [SAH]

3. Date of Earliest Transaction (Month/Day/Year) 06/16/2015

4. If Amendment, Date Original

Filed(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

Following Reported

Transaction(s) (Instr. 3 and 4)

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 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 3. Transaction Date 3A. Deemed Derivative Conversion (Month/Day/Year) Execution Date, if

4. 5. Number Transaction of Derivative Expiration Date Securities

6. Date Exercisable and

7. Title and Amount of 8. Price Underlying Securities Deriv Secur

1

Check this box

may continue. See Instruction

(Last)

Security

(Instr. 3)

Security

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

5. Relationship of Reporting Person(s) to Issuer

below)

(Check all applicable)

_X__ Director 10% Owner X_ Officer (give title Other (specify

below) President and CSO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year)

Execution Date, if

3. (Month/Day/Year)

4. Securities

5. Amount of Securities Beneficially Owned

(I) (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Ownership (Instr. 4)

SEC 1474

(9-02)

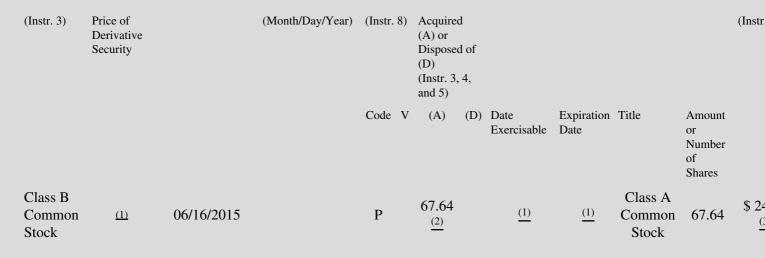
or Exercise any

Code

(Month/Day/Year)

(Instr. 3 and 4)

Edgar Filing: SONIC AUTOMOTIVE INC - Form 4



Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SMITH BRYAN SCOTT

C/O SONIC AUTOMOTIVE, INC.
4401 COLWICK ROAD

CHARLOTTE, NC 28211

Signatures

/s/ B. Scott Smith 06/19/2015

**Signature of Date
Reporting Person

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) Shares of Sonic Automotive, Inc.'s Class B Common Stock are convertible into shares of Sonic Automotive, Inc.'s Class A Common Stock on a 1-for-1 basis at the option of the reporting person and there is no expiration date.
 - The reported securities are held by Sonic Financial Corporation ("SFC"), a North Carolina corporation of which the reporting person is a shareholder and an officer. On June 16, 2015, the reporting person's father, Mr. O. Bruton Smith, transferred voting shares of SFC to the
- (2) reporting person and certain of his siblings in connection with estate and financial planning by Mr. O. Bruton Smith, and therefore, such transaction constitutes a proportionate transfer of his pecuniary interest in shares of Sonic Automotive, Inc.'s Class B Common Stock held by SFC to the reporting person.
- (3) Based solely on the closing price of Sonic Automotive, Inc.'s Class A Common Stock on June 15, 2015, as reported by the New York Stock Exchange.
- (4) Represents the entire amount of Sonic Automotive, Inc.'s Class B Common Stock held by SFC. The reporting person disclaims beneficial ownership of Sonic Automotive, Inc.'s Class B Common Stock held by SFC, except to the extent of his pecuniary interest therein.

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.

Reporting Owners 2