SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addr <u>SMITH DA</u>	•	0				Name and Ticker o						(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner				
(Last) C/O SONIC A	(First) UTOMOTI		liddle)		3. Date of 02/15/20	Earliest Transactio	on (Mont	h/Day/	Year)		X Director X Io // o when X Officer (give title below) Other (specify below) Chairman and CEO						
4401 COLWIC (Street) CHARLOTTE (City)	K ROAD NC (State)	28 (Zi	3211 ip)		4. If Amer	ndment, Date of Or	iginal File	ed (Mo	nth/Day/Ye	ear)		6. Indiv X		t/Group Fi d by One F d by More	Reporting	Person	,
		Та	able I - Noi	n-Deri	ivative S	ecurities Acq	uired,	Disp	osed of,	or	Benefi	cially Ow	ned				
1. Title of Securit	., (2. Transaction Date (Month/Day/Year)		2A. Deemed 3. Execution Date, if any Code (Instr. 8)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a				nd 5) Securities Beneficially O Following Rep		Form: D	wnership n: Direct (D) Idirect (I) r. 4)	7. Nature of Indirect Beneficial Ownership
							Code	v	Amount		(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Class A Comm	on Stock			02/1	5/2023		D		1,094	1)	D	\$0.00	527,	993	1	D	
Class A Commo	on Stock												836,534 ⁽²⁾			I	by OBS Family, LLC
						urities Acquir ls, warrants, c							ed				
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Da	ate, 1	4. Transaction	5. Number of Derivative	6. Date Expirat	ion Dat		Seci	tle and A urities Un	derlying	8. Price of Derivative Security Securities		0	0. wnership	11. Nature of Indirect

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	 Transaction Code (Instr. 8)		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Direct (D)	Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

Explanation of Responses:

1. Represents the forfeiture of restricted stock units granted pursuant to the Sonic Automotive, Inc. 2012 Stock Incentive Plan on February 9, 2022 based on the achievement of performance criteria for fiscal year 2022.

2. The reporting person disclaims beneficial ownership of such shares of Sonic Automotive, Inc.'s Class A Common Stock, except to the extent of his pecuniary interest therein.

Remarks:

<u>Smith</u>	В.	David	/s/]
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** Signature of Reporting Person

02/16/2023 Date

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

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