SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 Address of Reporting Person [*] <u>Todorovic Vojin</u>				Issuer Name and Tic BUILD-A-BEA		g Symbol <u>XSHOP INC</u> [BBW	(Check	tionship of Reporting all applicable) Director Officer (give title	suer)wner (specify	
(Last) C/O BUILD-A 415 SOUTH 1	(First) A-BEAR WORK 8TH STREET	(Middle) SHOP, INC.		Date of Earliest Tran 0/20/2022	saction (Mon	th/Day/Year)	X	below)	below ncial Officer	
(Street) ST. LOUIS (City)	MO (State)	63103 (Zip)	4.	lf Amendment, Date	of Original Fil	ed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Form filed by One Form filed by Mor Person	Reporting Pers	on
		Table I - N	Ion-Derivativ	ve Securities A	cquired, D	isposed of, or Benefi	cially	Owned		
Date			2. Transaction Date (Month/Day/Year	r) 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 ar		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

		(Month/Day/Year)						Owned Following Reported	(I) (Instr. 4)	Ownership (Instr. 4)	
					Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)	
Common Stock	10/20/2022		М		3,100	A	\$8.6	189,043	D		
Common Stock	10/20/2022		S ⁽¹⁾		3,100	D	\$ 15.0021 ⁽²⁾	185,943	D		
Common Stock	10/21/2022		М		19,495	Α	\$8.6	205,438	D		
Common Stock	10/21/2022		S ⁽¹⁾		19,495	D	\$ 15.0608 ⁽³⁾	185,943(4)	D		
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. Transa Code (8)		of		6. Date Exerci Expiration Dat (Month/Day/Ye	te	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$ 8.6	10/20/2022		М			3,100	03/15/2020 ⁽⁵⁾	03/15/2023	Common Stock	3,100	\$0	19,495	D	
Employee Stock Option (Right to Buy)	\$8.6	10/21/2022		М			19,495	03/15/2020 ⁽⁵⁾	03/15/2023	Common Stock	19,495	\$0	0	D	

Explanation of Responses:

1. The transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.00 to \$15.04, inclusive. The Reporting Person undertakes to provide to Build-A-Bear Workshop, Inc., any security holder of Build-A-Bear Workshop, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.00 to \$15.13, inclusive. The Reporting Person undertakes to provide to Build-A-Bear Workshop, Inc., any security holder of Build-A-Bear Workshop, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

4. After giving effect to the transactions reported in this Form 4, Mr. Todorovic directly owns 147,502 shares of common stock and 38,441 shares of restricted stock of Build-A-Bear Workshop, Inc. In addition, Mr. Todorovic holds vested options to purchase 37,902 shares of Build-A-Bear Workshop, Inc.'s common stock.

5. The options vested on March 15, 2020.

/s/ Eric R. Fencl, attorney-infact for Vojin Todorovic ** Signature of Reporting Person

10/21/2022

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.