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

OMB APPROVAL

OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

Instruction 1(h	o).	Filec	I pursuant to Section 16(a) of the Securities Exchange Act of 193 or Section 30(h) of the Investment Company Act of 1940	34		
1. Name and Address of Reporting Person [*] <u>Kretchmar Jennifer</u>			2. Issuer Name and Ticker or Trading Symbol <u>BUILD A BEAR WORKSHOP INC</u> [<u>BBW</u>]		ationship of Reporting Pe k all applicable) Director Officer (give title below)	erson(s) to Issuer 10% Owner Other (specify below)
	(First) A-BEAR WOR BELT BUSINES	(Middle) KSHOP, INC. SS CENTER DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 04/14/2020		Chief Merchandis	sing Officer
(Street) ST. LOUIS	МО	63114	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	ividual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person
(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)	Transaction Code (Instr.					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)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	04/14/2020		Α		41,431(1)	Α	(2)	112,673	D	
Common Stock	04/14/2020		A		6,834 ⁽³⁾	Α	(2)	119,507(4)	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Deriv Secu Acqu (A) of Dispo of (D)	or osed)) r. 3, 4		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				

Explanation of Responses:

1. Grant to reporting person of 41,431 shares of restricted stock. The shares vest on April 14, 2021.

2. Price is not applicable to grants of restricted stock.

3. Grant to reporting person of restricted stock upon payout of earned performance share award under a shareholder-approved equity incentive plan. The payout was based on the level of achievement of financial targets for fiscal 2017, 2018 and 2019. The shares will vest, subject to the reporting person's continued employment with the issuer, on April 30, 2020.

4. After giving effect to the transactions reported in this Form 4, Ms. Kretchmar directly owns 32,875 shares of common stock and 86,632 shares of restricted stock of Build-A-Bear Workshop, Inc. In addition, Ms. Kretchmar holds vested options to purchase 71,512 shares of Build-A-Bear Workshop, Inc.'s common stock.

Remarks:

<u>/s/ Eric R. Fencl, attorney-in-</u> <u>fact for Jennifer Kretchmar</u>

04/16/2020

** Signature of Reporting Person 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.