## 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

# OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

Estimated average burden	
hours per response:	0.5

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1. Name and Address of Reporting Person <sup>*</sup> John Sharon Price			2. Issuer Name <b>and</b> Ticker or Trading Symbol BUILD A BEAR WORKSHOP INC [ BBW	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
John Sharol	<u>n Price</u>			X	Director	10% Owner			
(Last)	(First)	(Middle)	_ []	x	Officer (give title below)	Other (specify below)			
	A-BEAR WOR	( <i>'</i>	3. Date of Earliest Transaction (Month/Day/Year) 03/17/2015		CEO & Chief I	Pres. Bear			
1954 INNERE	BELT BUSINES	SS CENTER DR.							
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filir	ng (Check Applicable			
ST. LOUIS	МО	63114		X	Form filed by One Re	porting Person			
			_		Form filed by More the Person	an One Reporting			
(City)	(State)	(Zip)		1					

## 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.		4. Securities A Disposed Of (I			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	03/17/2015		Α		14,904 <sup>(1)</sup>	Α	(2)	137,227	D	
Common Stock	03/18/2015		F		3,370(3)	D	\$20.86	133,857(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	e	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)	\$20.8	03/17/2015		A		22,029		03/17/2015 <sup>(5)</sup>	03/17/2025	Common Stock	22,029	(6)	22,029	D	

### Explanation of Responses:

1. Grant to reporting person of 14,904 shares of restricted stock. The shares vest in equal annual installments over three years from the date of the grant.

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

3. Shares surrendered in payment of tax withholding due upon vesting of restricted stock.

4. After giving effect to the transactions reported in this Form 4, Ms. John directly owns 23,506 shares of common stock and 110,351 shares of restricted stock of Build-A-Bear Workshop, Inc. In addition, Ms. John holds vested options to purchase 57,953 shares and unvested options to purchase 186,813 shares of Build-A-Bear Workshop, Inc.'s common stock.

5. The options vest in equal annual installments over three years from the date of the grant.

6. Price is not applicable to acquisitions resulting from grants of stock options.

#### **Remarks:**

/s/ Sharon Price John

<u>03/19/2015</u> Date

\*\* Signature of Reporting Person 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.