SEC Form 4

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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 3235-0287 OMB Number:

Estimated average burden hours per response: 05

1. Name and Add	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol BUILD A BEAR WORKSHOP INC [BBW	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
John Sharor	<u>i Price</u>		<u></u> [X	Director	10% Owner			
(Last)	(First)	(Middle)		x	Officer (give title below)	Other (specify below)			
C/O BUILD-A	· · /	()	3. Date of Earliest Transaction (Month/Day/Year) 03/15/2018		President an	d CEO			
1954 INNERB	ELT 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 that Person	an One Reporting			
(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)	3. Transa Code (8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) (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)		(
Common Stock	03/15/2018		A		62 , 499 ⁽¹⁾	Α	(2)	286,174	D	
Common Stock	03/15/2018		F		6,737 ⁽³⁾	D	\$ <mark>8.6</mark>	279 , 437 ⁽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		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	03/15/2018		A		54,534		03/15/2020 ⁽⁵⁾	03/15/2023	Common Stock	54,534	(6)	54,534	D	

Explanation of Responses:

1. Grant to reporting person of 62,499 shares of restricted stock. The shares vest in equal annual installments on April 30, 2019, April 30, 2020 and April 30, 2021.

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 116,973 shares of common stock and 162,464 shares of restricted stock of Build-A-Bear Workshop, Inc. In addition, Ms. John holds vested options to purchase 306,754 shares and unvested options to purchase 115,201 shares of Build-A-Bear Workshop, Inc.'s common stock.

5. The options vest on March 15, 2020.

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

Remarks:

/s/ Sharon Price John

** Signature of Reporting Person

03/19/2018

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.