

HIBBETT SPORTS INC

Form 4

March 21, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Johnson Albert C

2. Issuer Name **and** Ticker or Trading Symbol

HIBBETT SPORTS INC [HIBB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

2700 MILAN COURT

3. Date of Earliest Transaction
 (Month/Day/Year)

03/18/2014

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

BIRMINGHAM, AL 35211

(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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock, par value \$0.01 per share ⁽⁴⁾	03/19/2014		M	926 A	\$ 0 ⁽⁵⁾ 3,388	D	

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

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SEC 1474
 (9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. S (I
				Code	V	(A)	(D)	
Restricted Stock Units ⁽¹⁾	\$ 0	03/18/2014		A		1,759 ⁽²⁾	⁽³⁾ ⁽³⁾	Common Stock 1,759
Restricted Stock Unit ⁽⁴⁾	\$ 0 ⁽⁵⁾	03/19/2014		M		926	03/19/2014 ⁽⁴⁾	Common Stock 926

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Johnson Albert C 2700 MILAN COURT BIRMINGHAM, AL 35211	X

Signatures

/s/ Albert C
Johnson 03/21/2014

⁽¹⁾Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Annual equity award to Directors under the 2012 Non-Employee Director Equity Plan (NEDEP); Under NEDEP, Directors can choose form(s) of equity. Reporting person chose annual equity award in the form of restricted stock units.
- (2) The Board of Directors of the Issuer adopted an annual grant value of equity to each independent Director of \$100,000. Grant based on Issuer stock price at date of grant of \$56.84.
- (3) Reporting person elected vesting dates equally on the first, second, third and fourth anniversaries of the date of grant. There is no expiration date.
- (4) Vesting of deferred restricted stock unit; Grant date 3/19/2013. There is no expiration date.
- (5) Each RSU is the economic equivalent of one share of company common stock. The reporting person has settled the RSUs for common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.