

BUILD A BEAR WORKSHOP INC

Form 4

April 03, 2015

**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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Klocke Tina

(Last) (First) (Middle)

C/O BUILD-A-BEAR  
WORKSHOP, INC., 1954  
INNERBELT BUSINESS CENTER  
DR.

(Street)

ST. LOUIS, MO 63114

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

BUILD A BEAR WORKSHOP INC  
[BBW]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/02/2015

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Chief Oper. Bear

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

\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/02/2015		M	3,845 A \$ 6.21	160,959	D	
Common Stock	04/02/2015		S	3,845 (1) D \$ 20.25	157,114	D	
Common Stock	04/02/2015		M	4,714 A \$ 9.43	161,828	D	
Common Stock	04/02/2015		S	4,714 (1) D \$ 20.25	157,114 (2)	D	

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Common Stock	100	I	Trust - Son James
Common Stock	100	I	Trust - Son Michael
Common Stock	300	I	Spouse

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)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 6.21	04/02/2015		M		3,845		<u>(3)</u>	03/22/2021 <u>(3)</u>	Common Stock	3,845
Employee Stock Option (Right to Buy)	\$ 9.43	04/02/2015		M		4,714		<u>(4)</u>	03/18/2024 <u>(4)</u>	Common Stock	4,714

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Klocke Tina C/O BUILD-A-BEAR WORKSHOP, INC.	Chief Oper. Bear

1954 INNERBELT BUSINESS CENTER DR.  
ST. LOUIS, MO 63114

## Signatures

/s/ Eric Fencil, as Attorney-in-Fact for Tina  
Klocke

04/03/2015

\_\_\_\_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) Shares sold as part of cashless exercises of employee stock options.

After giving effect to the transactions reported in this Form 4, Ms. Klocke directly owns 136,615 shares of common stock and 20,499 shares of restricted stock of Build-A-Bear Workshop, Inc. In addition, Ms. Klocke holds unvested options to purchase 9,428 shares of Build-A-Bear Workshop, Inc.'s common stock. In addition, Ms. Klocke indirectly beneficially owns 200 shares through trusts for the benefit of two sons and 300 shares through her spouse.

(3) Under the terms of the grant, the options vested in four equal annual installments beginning on March 22, 2012, which was the first anniversary of the date of the grant.

(4) Under the terms of the grant, the options vested in three equal annual installments beginning March 18, 2015, which was the first anniversary of the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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