

SMITH BRYAN F JR  
Form 4  
January 19, 2005

**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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SMITH BRYAN F JR

(Last) (First) (Middle)

2711 N. HASKELL AVE.

(Street)

DALLAS, TX 75204

(City) (State) (Zip)

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

7 ELEVEN INC [SE]

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

01/17/2005

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)

EVP, Gen. Counsel & Secretary

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| Common<br>Stock                       |   |   |                                      | (A)<br>or<br>(D)   | 12,653   | D <sup>(1)</sup>   |   |
| Common<br>Stock                       |   |   |                                      | Code V Amount (D) Price  | 43,979 <sup>(2)</sup>  | D  |   |

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

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information contained in this form are not  
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SEC 1474  
(9-02)

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**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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Options                     | \$ 16.21   |                                      |  |                                |   | 01/21/2005 01/21/2014                                    | Common Stock  | 70,000                     |
| Employee Stock Options                     | \$ 6.88  |                                      |  |                                |   | 03/07/2004 03/07/2013                                    | Common Stock  | 84,000                     |
| Employee Stock Options                     | \$ 9.12  |                                      |  |                                |   | 04/24/2003 04/24/2012                                    | Common Stock  | 90,000                     |
| Employee Stock Options                     | \$ 10.92   |                                      |  |                                |   | 05/14/2002 05/14/2011                                    | Common Stock  | 40,000                     |
| Employee Stock Options                     | \$ 19  |                                      |  |                                |   | 05/23/2001 05/23/2010                                    | Common Stock  | 87,300                     |
| Employee Stock Options                     | \$ 22.79   | 01/17/2005                           |  | A                              | 42,250  | 01/17/2006 <sup>(3)</sup> 01/17/2015                     | Common Stock  | 42,250                     |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SMITH BRYAN F JR  
2711 N. HASKELL AVE.  
DALLAS, TX 75204

EVP, Gen. Counsel & Secretary

## Signatures

David T. Fenton,  
Attorney-in-fact

01/19/2005

\_\_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).

Restricted Stock Units, each convertible into one share of the Company's Common Stock on the first day of the month following the

- (1) Reporting Person's separation from employment with the Issuer, were granted under the Issuer's 1995 Stock Incentive Plan pursuant to the requirements of Rule 16b-3.

The listed number of shares includes (i) 50 shares held directly by the Reporting Person, (ii) 1,290 shares held for the benefit of the

- (2) Reporting Person in an account with the administrator of the Issuer's Employee Stock Purchase Plan, Computershare Investor Services LLC, (iii) 9,338 shares of stock granted to the Reporting Person under the Issuer's 1995 Stock Incentive Plan on April 24, 2002 and (iv) 33,301 shares acquired pursuant to stock option exercises under the Issuer's 1995 Stock Incentive Plan.

Options were granted pursuant to the requirements of Rule 16b-3. None of the options may be exercised before January 17, 2006. The

- (3) options vest and become exercisable in annual increments over a three-year period unless accelerated in accordance with the terms of the 1995 Stock Incentive Plan and the applicable award agreement.

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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