

MEADE GARY S  
Form 4  
November 07, 2012

**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 \*  
MEADE GARY S

2. Issuer Name and Ticker or Trading Symbol  
BIG 5 SPORTING GOODS CORP  
[BGFV]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Senior VP, General Counsel

(Last) (First) (Middle)  
  
C/O BIG 5 SPORTING GOODS CORPORATION, 2525 EAST EL SEGUNDO BLVD  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/05/2012

EL SEGUNDO, CA 90245  
  
(City) (State) (Zip)

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

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |
| Common Stock, par value \$.01   | 11/05/2012                           |  | M                              |   | 10,000  | A  | \$ 10.32                                   |
| Common Stock, par value \$.01   | 11/05/2012                           |  | M                              |   | 6,750   | A  | \$ 8.95                                    |
| Common Stock, par value \$.01   | 11/05/2012                           |  | M                              |   | 9,000   | A  | \$ 4.82                                    |
|                                 |                                      |  |                                |   |   |  | 30,129                                     |
|                                 |                                      |  |                                |   |   |  | 36,879                                     |
|                                 |                                      |  |                                |   |   |  | 45,879                                     |
|                                 |                                      |  |                                |   |   |  | D  |
|                                 |                                      |  |                                |   |   |  | D  |
|                                 |                                      |  |                                |   |   |  | D  |

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Common Stock, par value \$.01      11/05/2012      S      25,750      D      \$ 12.28      20,129      D      (1)

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

**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 control number.**      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)       | \$ 10.32   | 11/05/2012                           |  | M                              | 10,000  | <u>(2)</u> 02/11/2013                                    | Common Stock, par value \$.01      10,000                     |
| Employee Stock Option (right to buy)       | \$ 8.95  | 11/05/2012                           |  | M                              | 6,750   | <u>(3)</u> 03/03/2018                                    | Common Stock, par value \$.01      6,750                      |
| Employee Stock Option (right to buy)       | \$ 4.82  | 11/05/2012                           |  | M                              | 9,000   | <u>(4)</u> 03/02/2019                                    | Common Stock, par value \$.01      9,000                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                  |       |
|---|---------------|-----------|----------------------------------|-------|
|   | Director      | 10% Owner | Officer                          | Other |
| MEADE GARY S<br>C/O BIG 5 SPORTING GOODS CORPORATION<br>2525 EAST EL SEGUNDO BLVD |               |           | Senior VP,<br>General<br>Counsel |       |

EL SEGUNDO, CA 90245

## Signatures

GARY S.  
MEADE

11/07/2012

\_\_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).  
Represents the weighted average sale price for multiple transactions at prices ranging from \$12.13 to \$12.51 per share. The undersigned  
(1) undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.  
(2) These options were granted on February 11, 2003, and vested in four equal installments, with the final vesting date being February 11, 2007.  
(3) These options were granted on March 3, 2008, and vested in four equal installments, with the final vesting date being March 3, 2012.  
This option vests in four equal annual installments with the first three vestings having occurred on March 2, 2010, March 2, 2011 and  
(4) March 2, 2012. The subsequent vesting date is March 2, 2013. The exercise of this option with respect to 9,000 previously vested shares is being reported herein.

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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