

Clark Maxine
Form 4
January 05, 2011

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 *
Clark Maxine

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)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/29/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
CEBear & Chairman of the Board

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

(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

ST. LOUIS, MO 63114

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	11/29/2010		G ⁽¹⁾	V 15,000 ⁽¹⁾ D \$ 0	1,943,783	I	Smart Stuff Inc.
Common Stock	11/29/2010		G ⁽²⁾	V 50,000 ⁽²⁾ D \$ 0	1,893,783	I	Smart Stuff Inc.
Common Stock	01/03/2011		S ⁽³⁾	18,300 D 7.54 ⁽⁴⁾	1,875,483	I	Smart Stuff Inc.
Common	01/04/2011		S ⁽³⁾	46,700 D \$	1,828,783 ⁽⁶⁾	I	Smart

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Stock	7.39 <u>(5)</u>		Stuff Inc.
Common Stock	37,402	I	Spouse
Common Stock	283,221	D	

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Clark Maxine C/O BUILD-A-BEAR WORKSHOP, INC. 1954 INNERBELT BUSINESS CENTER DRIVE ST. LOUIS, MO 63114	X	X	CEBear & Chairman of the Board	

Signatures

/s/ Maxine Clark 01/05/2011

**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) Gift of 15,000 shares by Smart Stuff, Inc.

(2) Gift of 50,000 shares by Smart Stuff, Inc.

(3) The sale was effected pursuant to a Rule 10b-5-1 trading plan adopted by the Reporting Person

(4) The reporting price is the weighted average sale price per share for 27 transactions in which the sale prices range from 7.41 to 7.74 per share. The Reporting Person undertakes to provide full information regarding the number of shares sold at each separate sale price upon request of the Securities and Exchange Commission staff, the issuer or any security holder of the issuer.

(5) The reporting price is the weighted average sale price per share for 28 transactions in which the sale prices range from 7.27 to 7.56 per share. The Reporting Person undertakes to provide full information regarding the number of shares sold at each separate sale price upon request of the Securities and Exchange Commission staff, the issuer or any security holder of the issuer.

(6) After giving effect to the transactions reported in this Form 4, Ms. Clark directly beneficially owns 62,748 shares of common stock and 220,473 shares of restricted stock along with 37,402 shares indirectly through her spouse and 1,828,783 shares indirectly through Smart Stuff, Inc. of Build-A-Bear Workshop, Inc. In addition, Ms. Clark holds vested options to purchase 142,488 shares and unvested options to purchase 160,906 shares of Build-A-Bear Workshop, Inc.'s 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. a>08/06/2015 D 3,125 (4) (4) Common Stock 3,125 \$ 0 0 D Performance-based restricted stock unit (4)08/06/2015 D 3,125 (4) (4) Common Stock 3,125 \$ 0 0 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chong Ivan 2100 SEAPORT BOULEVARD REDWOOD CITY, CA 94063			EVP Data Quality Product Div.	

Signatures

/s/ Edwin White, Attorney in Fact for Ivan L.

Chong

08/12/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

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(1) Each outstanding share of the Common Stock of the Issuer was converted into the right to receive \$48.75 per share in cash, as described in the Merger Agreement.

(2) Certain of these securities were restricted stock units ("RSUs") that represented the Reporting Person's right to receive Common Stock shares of the Issuer. The RSUs were cancelled or assumed by Newco, as described in the Merger Agreement.

(3) Each outstanding option of the Issuer was either converted into the right to receive cash, or was cancelled without any cash payment or other consideration, as described in the Merger Agreement.

(4) Performance-based restricted stock units ("PSUs") were cancelled, as described in the Merger Agreement. PSUs designated as Vested PSU or Rollover PSU were cancelled or assumed by Newco and converted into the right to receive cash payment, as described in the Merger Agreement.

Remarks:

This Form 4 reports securities disposed pursuant to the terms of an Agreement and Plan of Merger (the "Merger Agreement"),

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