SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subj	ect to
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPR	OVAL
OMB Number:	3235-0287
Estimated average bur	den
hours ner resnonse.	05

	ss of Reporting Perso		2. Issuer Name and Ticker or Trading Symbol <u>BIG 5 SPORTING GOODS Corp</u> [BGFV]	(Check	tionship of Reporting all applicable)	Perso			
					Director	Х	10% Owner		
(Last) 199 ELM STRE	(First) ET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/04/2015		Officer (give title below)		Other (specify below)		
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	dividual or Joint/Group		Filing (Check Applicable		
(Street)				Line)					
NEW CANAAN	ГСТ	06840		X	Form filed by One	Report	ting Person		
					Form filed by More Person	than (One Reporting		
(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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount (A (D		Price	Transaction(s) (Instr. 3 and 4)		(
Common stock	08/04/2015		Р		9,119	Α	\$10.9389	2,408,650	D	
Common stock	08/05/2015		Р		13,677	Α	\$10.97	2,422,327	D	
Common stock	08/06/2015		Р		10,942	Α	\$10.959	2,433,269	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	1			1				1							1
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. Transa Code (8)		of E		6. Date Exerc Expiration Da (Month/Day/N	7. Title Amour Securi Underl Deriva Securi and 4)	nt of ties ying	Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

STADIUM CAPITAL MANAGEMENT GP, L.P., General Partner, By: STADIUM CAPITAL MANAGEMENT, LLC, General Partner, By: Bradley R. Kent, Manager

** Signature of Reporting Person Date

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

* 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).

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

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 Number.

<u>08/06/2015</u>