

BUILD A BEAR WORKSHOP INC
 Form 4
 May 07, 2014

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 *
 FINNEGAN DAVID W

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)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Information Bear

(Last) (First) (Middle)
 C/O BUILD-A-BEAR
 WORKSHOP, INC., 1954
 INNERBELT BUSINESS CENTER
 DR.

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/06/2014

(Street)
 ST. LOUIS, MO 63114

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | Price | |
| Common Stock | 05/06/2014 | | M | | 14,280 | \$ 5.11 | 68,325 D |
| Common Stock | 05/06/2014 | | M | | 15,684 | \$ 6.59 | 84,009 D |
| Common Stock | 05/06/2014 | | M | | 6,633 | \$ 6.21 | 90,642 D |
| Common Stock | 05/06/2014 | | S | | 68,964 | \$ 13.69 | 21,678 ⁽²⁾ D |

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(1)

Common Stock 05/06/2014 G⁽³⁾ V 2,865 D \$ 0 18,813 ⁽⁴⁾ D

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

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(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 or Number of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Employee Stock Option (Right to Buy) | \$ 5.11 | 05/06/2014 | | M | 14,280 | 03/17/2009 ⁽⁵⁾ 03/17/2019 | Common Stock 14,280 |
| Employee Stock Option (Right to Buy) | \$ 6.59 | 05/06/2014 | | M | 15,684 | 03/23/2010 ⁽⁵⁾ 03/23/2020 | Common Stock 15,684 |
| Employee Stock Option (Right to Buy) | \$ 6.21 | 05/06/2014 | | M | 6,633 | 03/22/2011 ⁽⁵⁾ 03/22/2021 | Common Stock 6,633 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FINNEGAN DAVID W C/O BUILD-A-BEAR WORKSHOP, INC. 1954 INNERBELT BUSINESS CENTER DR. | | | Chief Information Bear | |

ST. LOUIS, MO 63114

Signatures

/s/ Eric Fencl as Attorney-in-Fact for David W.
Finnegan

05/07/2014

__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).

The reporting price is the weighted average sale price per share for 265 transactions in which the sale prices range from \$13.37 to \$13.90

(1) 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.

(2) 36,597 of the shares were sold as part of cashless exercises of employee stock options.

(3) Gift of 2,865 shares by Mr. Finnegan.

After giving effect to the transactions reported in this Form 4, Mr. Finnegan directly owns 0 shares of common stock and 18,813 shares of

(4) restricted stock of Build-A-Bear Workshop, Inc. In addition, Mr. Finnegan holds vested options to purchase 2,000 shares and unvested options to purchase 7,632 shares of Build-A-Bear Workshop, Inc.'s common stock.

(5) The options vest in equal annual installments over four years from the date of grant.

(6) Price is not applicable to acquisitions resulting from grants of stock options.

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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