

Hilt James A
 Form 4
 March 29, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Hilt James A

(Last) (First) (Middle)
 1 EXPRESS DRIVE
 (Street)
 COLUMBUS, OH 43215
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 HIBBETT SPORTS INC [HIBB]

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/27/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

Edgar Filing: Hilt James A - Form 4

| | Derivative Security | | | | | | | | | |
|--|------------------------|------------|------|---|---------------------|-----|---------------------------|---------------------------|-----------------|--|
| | | | | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | | |
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option, right to buy ⁽¹⁾ | \$ 22.55 | 03/27/2018 | A | | 6,556 <u>(2)</u> | | 03/27/2018 ⁽³⁾ | 03/27/2028 ⁽³⁾ | Common Stock | 6,55 |

Reporting Owners

| | Relationships | | | |
|---|---------------|-----------|---------|-------|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other |
| Hilt James A 1 EXPRESS DRIVE COLUMBUS, OH 43215 | X | | | |

Signatures

| | |
|---------------------------------|------------|
| /s/ Elaine V Rodgers, POA | 03/29/2018 |
| __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) Annual equity award to Directors under the 2012 Non-Employee Director Equity Plan (NEDEP); Under NEDEP, Directors can choose form(s) of equity. Reporting person chose equity award in the form of stock options.
 - The Board of Directors of the Issuer adopted an annual grant value of equity to each independent Director of \$100,000, pro-rated for
 - (2) partial year of service. Reporting person was appointed effective August 2017 and received a pro-rated annual grant valued at \$48,787. Grant based on Issuer stock price at date of grant of \$22.55.
 - (3) Stock options granted under the NEDEP vest immediately upon grant and expire on the 10th anniversary from the date of grant.

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.