

BUILD A BEAR WORKSHOP INC

Form 4

November 01, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Kroll Teresa

(Last) (First) (Middle)

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

(Street)

ST. LOUIS, MO 63114

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

BUILD A BEAR WORKSHOP INC  
[BBW]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/31/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Ch. Mkt. & Ent. Bear

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_X\_\_\_\_ 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 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)
Common Stock	10/31/2013		M <sup>(1)</sup>	V Amount (A) or (D) Price			
				7,140 A \$ 5.11	33,784	D	
Common Stock	10/31/2013		M <sup>(1)</sup>	6,720 A \$ 6.59	40,504	D	
Common Stock	10/31/2013		M <sup>(1)</sup>	3,846 A \$ 6.21	44,350	D	
Common Stock	10/31/2013		S	23,311 (2) D \$ 7.43	21,039 (3)	D	

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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)	\$ 5.11	10/31/2013		M <sup>(1)</sup>		7,140		<sup>(4)</sup>	03/17/2019 <sup>(4)</sup>	Common Stock	7,140
Employee Stock Option (Right to Buy)	\$ 6.59	10/31/2013		M <sup>(1)</sup>		6,720		<sup>(5)</sup>	03/23/2020 <sup>(5)</sup>	Common Stock	6,720
Employee Stock Option (Right to Buy)	\$ 6.21	10/31/2013		M <sup>(1)</sup>		3,846		<sup>(6)</sup>	03/22/2021 <sup>(6)</sup>	Common Stock	3,846

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Kroll Teresa  
C/O BUILD-A-BEAR WORKSHOP, INC.  
1954 INNERBELT BUSINESS CENTER DRIVE  
ST. LOUIS, MO 63114

Ch. Mkt. & Ent. Bear

## Signatures

/s/ Teresa Kroll

11/01/2013

\*\*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) Exercise of stock options exempt under Rule 16b-3.
- (2) 17,706 of such shares sold as part of a cashless exercise of employee stock options.  
After giving effect to the transactions reported in this Form 4, Ms. Kroll directly beneficially owns 0 shares of common stock and 21,039
- (3) shares of restricted stock of Build-A-Bear Workshop, Inc. In addition, Ms. Kroll holds vested options to purchase 16,500 shares and unvested options to purchase 7,206 shares of Build-A-Bear Workshop, Inc. common stock.
- (4) Under the terms of the grant, the options vested in four equal annual installments beginning on March 17, 2010, which was the first anniversary of the date of the grant.
- (5) Under the terms of the grant, the options vested in four equal annual installments beginning on March 23, 2011, which was the first anniversary of the date of the grant.
- (6) Under the terms of the grant, the options vested in four equal annual installments beginning on March 22, 2012, which was the first anniversary of the date of the grant.

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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