

JOHNSON RICHARD A
Form 4
November 12, 2009

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 *
JOHNSON RICHARD A

2. Issuer Name and Ticker or Trading Symbol
BIG 5 SPORTING GOODS CORP
[BGFV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2009

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

C/O BIG 5 SPORTING GOODS CORPORATION, 2525 EAST EL SEGUNDO BLVD

(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

EL SEGUNDO, CA 90245

(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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock, par value \$.01	11/09/2009		M		7,449	A	\$ 10.32 159,651 D
Common Stock, par value \$.01	11/09/2009		S		7,449	D	\$ 17.88 152,202 D
Common Stock, par value \$.01	11/10/2009		M		2,551	A	\$ 10.32 154,753 D

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Common Stock, par value \$.01	11/10/2009	M	2,250	A	\$ 8.95	157,003	D
Common Stock, par value \$.01	11/10/2009	S	4,801	D	\$ 17.78 <u>(2)</u>	152,202	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 (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. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 10.32	11/09/2009		M	7,449	<u>(3)</u> 02/11/2013	Common Stock, par value \$.01	7,449
Employee Stock Option (right to buy)	\$ 10.32	11/10/2009		M	2,551	<u>(4)</u> 02/11/2013	Common Stock, par value \$.01	2,551
Employee Stock Option (right to buy)	\$ 8.95	11/10/2009		M	2,250	<u>(5)</u> 03/03/2018	Common Stock, par value \$.01	2,250

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

JOHNSON RICHARD A
C/O BIG 5 SPORTING GOODS CORPORATION
2525 EAST EL SEGUNDO BLVD
EL SEGUNDO, CA 90245

Executive
VP

Signatures

GARY S. MEADE,
ATTORNEY-IN-FACT

11/11/2009

__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.50 to \$17.97, inclusive. The reporting person undertakes to provide, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.62 to \$17.96, inclusive. The reporting person undertakes to provide, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to Form 4.

(3) This option vested in four equal annual installments on February 11, 2004, February 11, 2005, February 11, 2006 and February 11, 2007. The exercise of this option with respect to 7,449 shares is being reported herein.

(4) This option vested in four equal annual installments on February 11, 2004, February 11, 2005, February 11, 2006 and February 11, 2007. The exercise of this option with respect to 2,551 shares is being reported herein.

(5) This option vests in four equal annual installments with the first vesting having occurred on March 3, 2009. The subsequent vesting dates are March 3, 2010, March 3, 2011, and March 3, 2012. The exercise of this option with respect to 2,250 shares is being reported herein.

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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