Edgar Filing: FREDS INC - Form 4

| FREDS INC | | | | | | | | | | | |
|--|---------------------|--|-------------|--------------------------------------|------------|--------------|-----------|---|---------------------------------|-------------|--|
| Form 4 | | | | | | | | | | | |
| August 28, 2 | 015 | | | | | | | | | | |
| FORM | 14 | | | | | NTT A | | | OMB AF | PROVAL | |
| . • | UNITED |) STATES | | | | | NGE C | OMMISSION | OMB | 3235-0287 | |
| Check th | is box | | vv as | shington, | D.C. 20 | 549 | | | Number: | January 31, | |
| if no longer | | | | GES IN | BENEFI | CIA | LOW | NERSHIP OF | Expires: | 2005 | |
| subject to Section 1 |) | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES | | | | | | | Estimated average | | |
| Form 4 o | | | | Sheer | | | | | burden hours per response 0. | | |
| Form 5 | Filed pu | irsuant to S | Section 1 | 6(a) of the | e Securit | ies E | xchang | e Act of 1934, | | 0.0 | |
| obligation may cont | | (a) of the | Public Ut | ility Hold | ling Con | ipany | Act of | 1935 or Section | n | | |
| See Instru | | 30(h) | of the In | vestment | Compan | y Ac | t of 194 | 0 | | | |
| 1(b). | | | | | | | | | | | |
| | | | | | | | | | | | |
| (Print or Type I | (esponses) | | | | | | | | | | |
| 1. Name and A | ddress of Reporting | 9 Person * | 2 Iccue | Name and | Ticker or | Tradir | NG | 5. Relationship of | Reporting Pers | on(s) to | |
| 1. Name and Address of Reporting Person *2. IssueSHORE JERRYSymbol | | | | er Name and Ticker or Trading | | | | Issuer | | | |
| | | | - | INC [FR | ED1 | | | | | | |
| (Last) | (First) | (Middle) | | Earliest Tr | - | | | (Chec | k all applicable |) | |
| (2000) | (1100) | (initiatic) | (Month/D | | ansaction | | | Director | 10% | Owner | |
| | | | | 08/28/2015 | | | | X Officer (give title Other (specify below) | | | |
| | | | | | | | | below) | below) CEO | | |
| | (Street) | | 4 If Δme | ndment, Da | te Origina | | | 6. Individual or Jo | int/Group Filin | g(Check | |
| | (Succe) | | | th/Day/Year | - | L | | Applicable Line) | int Group I him | g(Check | |
| | | | | | , | | | _X_ Form filed by C | | | |
| MEMPHIS, | TN 38118 | | | | | | | Form filed by M Person | Iore than One Re | porting | |
| (City) | (State) | (Zip) | | | | ~ | | | | | |
| (eng) | (State) | (Eip) | Tabl | e I - Non-D | erivative | Securi | ities Acq | uired, Disposed of | | - | |
| 1.Title of | 2. Transaction Da | | | 3. Taran artis | 4. Securi | | | 5. Amount of | 6. Ownership Form: Direct | | |
| Security (Instr. 3) | (Month/Day/Year | any | on Date, if | Transactic Code | (Instr. 3, | | | Securities Beneficially | (D) or | Beneficial | |
| (| | | Day/Year) | | (| | - / | Owned | Indirect (I) | | |
| | | | | | | | | Following | (Instr. 4) | (Instr. 4) | |
| | | | | | | (A) | | Reported Transaction(s) | | | |
| | | | | Codo V | Amount | or | Drigo | (Instr. 3 and 4) | | | |
| Class A | | | | Code V | | (D) | Price | | | | |
| Common | 08/28/2015 | | | P(1) | 1,000 | А | \$ | 99,724 | D | | |
| Stock ⁽¹⁾ | | | | | (1) | | 13.03 | , | | | |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transacti Code (Instr. 8) | 5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|-------|--|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| SHORE JERRY 4300 NEW GETWELL ROAD MEMPHIS, TN 38118 | | | CEO | | | | |
| Signatures | | | | | | | |
| L | 0/2015 | | | | | | |

| Jerry Shore | 08/28/2015 | | | |
|------------------------|------------|--|--|--|
| <u>**</u> Signature of | Date | | | |
| Reporting Person | | | | |

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) Purchased 1000 shares in the open market.

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.