

LUNDY RUSS II
Form 4
April 19, 2013

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 *
LUNDY RUSS II

2. Issuer Name and Ticker or Trading Symbol
STAGE STORES INC [SSI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10201 MAIN STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/08/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Stores

HOUSTON, TX 77025

(City) (State) (Zip)

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

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	(A) or (D)	Price
Common Stock	04/08/2013		M		4,500	A	\$ 22.96
Common Stock	04/08/2013		M		3,000	A	\$ 9.77
Common Stock	04/08/2013		M		3,000	A	\$ 15.5
Common Stock	04/08/2013		M		1,450	A	\$ 18.84
Common Stock	04/08/2013		S		4,500	D	\$ 26.9078

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Common Stock 04/08/2013 S 7,450 D \$ 26.89 28,162 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 of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Rights	\$ 22.96	04/08/2013		M	1,250	03/28/2009 03/28/2014	Common Stock	1,250
Stock Appreciation Rights	\$ 22.96	04/08/2013		M	1,625	03/28/2010 03/28/2014	Common Stock	1,625
Stock Appreciation Rights	\$ 22.96	04/08/2013		M	1,625	03/28/2011 03/28/2014	Common Stock	1,625
Stock Appreciation Rights	\$ 9.77	04/08/2013		M	3,000	03/27/2013 03/27/2016	Common Stock	3,000
Stock Appreciation Rights	\$ 15.5	04/08/2013		M	3,000	03/26/2013 03/26/2017	Common Stock	3,000
Stock Appreciation Rights	\$ 18.84	04/08/2013		M	1,450	03/29/2013 03/29/2018	Common Stock	1,450

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

LUNDY RUSS II
10201 MAIN STREET
HOUSTON, TX 77025

EVP, Stores

Signatures

/s/ R.E. Stasyszen, Attorney in Fact for Russ
Lundy II

04/19/2013

__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).

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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