

STAGE STORES INC

Form 4

June 05, 2007

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DAVIDO SCOTT J

(Last) (First) (Middle)

10201 MAIN STREET

(Street)

HOUSTON, TX 77025

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

STAGE STORES INC [SSI]

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

06/04/2007

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	06/04/2007		M		1,876	A	\$ 6.67	9,062 <u>(1)</u>	D
Common Stock	06/04/2007		M		9,375	A	\$ 7.22	18,437	D
Common Stock	06/04/2007		M		5,625	A	\$ 9.86	24,062	D
Common Stock	06/04/2007		M		2,812	A	\$ 16.67	26,874	D
Common Stock	06/04/2007		M		2,812	A	\$ 17.37	29,686	D
	06/04/2007		S		22,500	D		7,186	D

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Common Stock \$ 20.87

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 (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
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Stock Option	\$ 6.67	06/04/2007		M	1,876	08/24/2005 08/24/2011	Common Stock	1,876
Stock Option	\$ 7.22	06/04/2007		M	3,750	08/24/2003 08/24/2011	Common Stock	3,750
Stock Option	\$ 7.22	06/04/2007		M	1,875	08/24/2004 08/24/2011	Common Stock	1,875
Stock Option	\$ 7.22	06/04/2007		M	3,750	08/24/2005 08/24/2011	Common Stock	3,750
Stock Option	\$ 9.86	06/04/2007		M	2,812	05/29/2005 05/29/2013	Common Stock	2,812
Stock Option	\$ 9.86	06/04/2007		M	2,813	05/29/2007 05/29/2013	Common Stock	2,813
Stock Option	\$ 16.67	06/04/2007		M	2,812	06/03/2006 06/03/2014	Common Stock	2,812
Stock Option	\$ 17.37	06/04/2007		M	2,812	06/02/2007 06/02/2012	Common Stock	2,812

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

DAVIDO SCOTT J
10201 MAIN STREET
HOUSTON, TX 77025

X

Signatures

/s/ R.E. Stasyszen, Attorney in Fact for Scott
Davido

06/05/2007

__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) Includes all non-derivative securities currently owned by the reporting person including those previously reported and 2,395 shares of the issuer's common stock received by the reporting person on January 31, 2007 as a result of the three-for-two split of the issuer's common stock payable as a stock dividend to all holders of record of the issuer's common stock at the close of business on January 18, 2007.

(2) Includes all derivative securities currently owned by the reporting person including those previously reported and options to purchase 9,375 shares of the issuer's common stock received by the reporting person on January 31, 2007 as a result of the three-for-two split of the issuer's common stock payable as a stock dividend to all holders of record of the issuer's common stock at the close of business on January 18, 2007 and the antidilution provisions of the issuer's Amended and Restated 2001 Equity Incentive Plan as approved by the issuer's shareholders on June 3, 2004.

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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