

SMITH MARCUS G
Form 4
January 02, 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 *
SMITH MARCUS G

2. Issuer Name and Ticker or Trading Symbol
SPEEDWAY MOTORSPORTS INC
[TRK]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Operating Officer

(Last) (First) (Middle)
5555 CONCORD PARKWAY
SOUTH
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/28/2012

CONCORD, NC 28027

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/28/2012		P		29,000,000 (1) (2)	A	(2) (1) (2)
Common Stock	12/28/2012		G	V	29,000,000 (1) (3)	A	\$ 0 (3) (1) (3)
Common Stock	12/28/2012		P		29,000,000 (1) (4)	A	(4) (1) (4)
Common							90,731
						D	

Stock

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Nu...
				Code	V	(A)	(D)		Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH MARCUS G 5555 CONCORD PARKWAY SOUTH CONCORD, NC 28027			Chief Operating Officer	

Signatures

/s/ J. Cary Tharrington IV, Attorney-In-Fact	01/02/2013
**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).
- The reported securities are held by OBS Holdings, LLC ("Holdings"), a North Carolina limited liability company. Mr. Smith disclaims
- (1) beneficial ownership of the Speedway Motorsports, Inc. common stock held by the LLC, except to the extent of his pecuniary interest therein.
 - (2) Mr. Smith is a member of OBS Family, LLC, which purchased an 11.8819% interest in Holdings for an aggregate purchase price of \$15,000,000.
 - (3)

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Mr. Smith is a co-trustee and a beneficiary of O. Bruton Smith Family Irrevocable Trust dated December 11, 2012 (the "Trust"), which received a 3.1685% interest in the LLC as a gift.

(4) The Trust purchased an 11.8315% interest in the LLC for an aggregate purchase price of \$14,933,807.94.

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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