Edgar Filing: EMERSON BARRY - Form 4

| EMERSON F Form 4 | SARRY | | | | | | | | | | |
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| March 17, 20 | | | | | | | | | OMB A | PPROVAL | |
| FORM | UNITEDS | TATES | S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | 3235-0287 | |
| Check this if no long subject to Section 16 Form 4 or | er STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 5. SECURITIES | | | | | | | | Expires:January 31 2001Estimated averageburden hours per response0.5 | | |
| Form 5 obligations may continue. See Instruction 1(b). 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 R | esponses) | | | | | | | | | | |
| EMERSON BARRY S | | | 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) | | | |
| | PORTING GOO TION, 2525 EAST | | 3. Date of (Month/Date) (Month/ | | ansaction | | | Director X Officer (give below) Senior V | | | |
| | (Street) 4. If Amer Filed(Mont | | | | - | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| EL SEGUNI | DO, CA 90245 | | | | | | | | Aore than One Re | | |
| (City) | (State) (| Zip) | Table | e I - Non-De | erivative | Securi | ties Acc | quired, Disposed of | f, or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Executio any | | 3. Transactic Code (Instr. 8) | on(A) or Di (D) (Instr. 3, | ispose | d of | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| Common Stock, par value \$.01 | 03/14/2009 | | | Code V F | Amount 894 <u>(1)</u> | (D) D | Price \$ 6.08 | 9,606 | D | | |

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) | 4. Transactio Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Amou Unde Secur | le and unt of rlying ities . 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne 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 | | | |
| EMERSON BARRY C/O BIG 5 SPORTING GOODS CORPORATION 2525 EAST EL SEGUNDO BLVD EL SEGUNDO, CA 90245 | | | Senior VP, CFO & Treasurer | | | | |
| Signatures | | | | | | | |
| GARY S. MEADE, ATTORNEY-IN-FACT 03/ | 17/2009 | | | | | | |

<u>**</u>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) This disposition is the result of shares being withheld in order to cover tax withholding obligations in connection with the vesting of restricted stock previously granted and reported by the reporting person.

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.