Edgar Filing: STAGE STORES INC - Form 4

| STAGE STC Form 4 June 06, 200 | | | | | | | | | | | |
|---|--|---|----------------|--|---------------------------------------|---|-------------------------|--|--|-----------------------|------------------|
| FORN | | STATES | | | | | NGE | COMMISSIO | N OMB | PPROVA 3235- | |
| Check this box Under: 3235-0 Services January | | | | | | | | | | | |
| (Print or Type F | Responses) | | | | | | | | | | |
| 1. Name and A MENTZER | 2. Issuer Name and Ticker or Trading Symbol STAGE STORES INC [STGS] | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| (Last) 10201 MAI | 3. Date of Earliest Transaction (Month/Day/Year) 06/02/2005 | | | | | Officer (give title Other (specify below) below) | | | | | |
| | | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| (City) | (State) | (Zip) | Tab | ole I - Non-l | Deriva | tive Secur | ities A | Person Cquired, Disposed | of, or Beneficia | lly Owner | d |
| | 2. Transaction Date (Month/Day/Year) | e 2A. Deem Execution any (Month/Da | ed Date, if | 3. Transactio Code (Instr. 8) Code V | 4. Sec onAcqui Dispo (Instr. | curities ired (A) or ised of (D) . 3, 4 and 5 (A) or | | 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 Indirect | e of al ip |
| Reminder: Rep | ort on a separate lin | e for each cl | ass of sec | urities bene | Pe inf red dis | rsons wh ormation quired to | no res cont respo | or indirectly. spond to the colle ained in this forn ond unless the fo ntly valid OMB co | n are not rm | 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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and Expiration | 7. Title and Amount |
|-------------|-------------|---------------------|--------------------|------------|-----------------|------------------------------------|----------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof Derivative | Date | Underlying Securitie |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Acquired | | |

| | Derivative Security | | | | (A) or Dispose (D) (Instr. 3 and 5) | | | | | |
|---------------------------------------|------------------------|------------|------|---|---|-----|-----------------------|-----------------------|-----------------|--------------------------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amour or Numbe of Shares |
| Stock Options (Right to Buy) | \$ 39.07 | 06/02/2005 | А | | 2,500 (1) | | 06/02/2007 <u>(1)</u> | 06/02/2012 <u>(1)</u> | Common Stock | 2,50 |
| Repor | tina Ou | Inore | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Addre | \$\$ | Relationsh | | |
|--|------------|------------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MENTZER JOHN T 10201 MAIN STREET HOUSTON, TX 77025 | Х | | | |
| Signatures | | | | |
| /s/ John T. Mentzer | 06/06/2005 | | | |
| **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).

Options to purchase 2,500 shares of the Company's common stock were issued on June 2, 2005 with a per share exercise price of \$39.07. The term of these stock options is seven (7) years from the date of the grant (the "Option Term"). These stock options may not be

(1) exercised after the expiration of the Option Term (June 2, 2012). These stock options shall vest and become exercisable according to the following schedule: (1) two years from the date of grant (June 2, 2007), 50% of options may be exercised and (2) four years from the date of grant (June 2, 2009), 100% of the options may be exercised.

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.