



Suzy Sonic
500 State St.
Santa Barbara, CA 93101



YOUR TOTAL COMPENSATION STATEMENT 2006



A Note From Cliff

Your Total Compensation

Dear Suzy:

This year, Sonic finds itself in new territory – literally! In March, we opened our first drive-in in Pennsylvania, and we'll soon be serving our fresh, made-to-order food in Delaware, Maryland and Oregon. We also anticipate our first drive-in reaching the \$3 million in sales mark within this calendar year. Since this growth is a direct result of the hard work of our operators and, especially, people like you, it is my great pleasure to share with you your Sonic compensation, benefits and total compensation package.

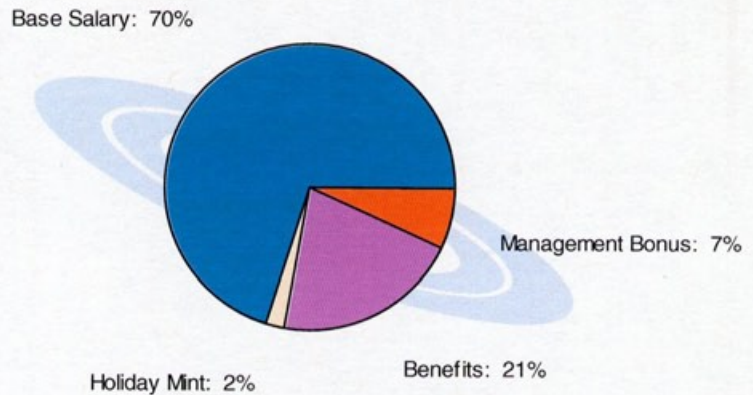
Please review your statement and don't hesitate to contact the Human Resources Department with any questions.

Thank you for your dedication to making Sonic America's Most-Loved Restaurant Brand!

Your fellow stakeholder,

Clifford Hudson
Chairman and CEO

The total value of your compensation for 2006 includes your annual base salary, bonuses and benefits.



Your Cash Compensation

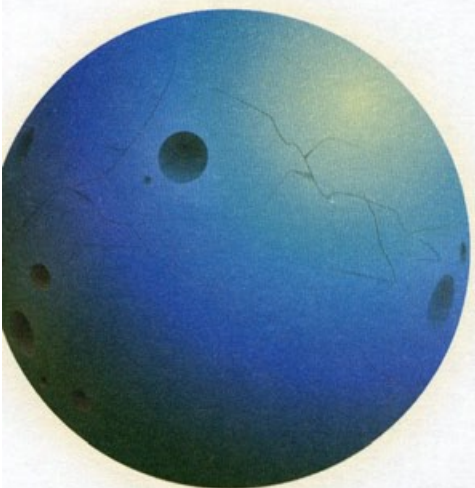
Base Salary*	\$ XX,XXX.XX
Management Bonus (2005)	\$ X,XXX.XX
Holiday Mint (2005)	\$ X,XXX.XX
Your Total Cash Compensation	\$ XX,XXX.XX

Your Employee Benefits

	Sonic's Share	Your Share
Health Care		
Medical Plan	\$ XXX.XX	\$ XXX.XX
Dental Plan	\$ XXX.XX	\$ XXX.XX
Vision Plan	\$ XXX.XX	\$ XXX.XX
Survivor Benefits		
Basic Life Insurance	\$ XXX.XX	\$ XXX.XX
AD&D Insurance	\$ XXX.XX	\$ XXX.XX
Voluntary Life and AD&D	\$ XXX.XX	\$ XXX.XX
Spouse and/or Child Life	\$ XXX.XX	\$ XXX.XX
Income Protection		
Short Term Disability**	\$ XXX.XX	\$ XXX.XX
Long Term Disability	\$ XXX.XX	\$ XXX.XX
Voluntary LTD	\$ XXX.XX	\$ XXX.XX
Federal Unemployment	\$ XXX.XX	\$ XXX.XX
Workers' Compensation	\$ XXX.XX	\$ XXX.XX
Retirement Benefits		
401(k) Plan	\$ XXX.XX	\$ XXX.XX
Annual Stock Option Grant Value***	\$ XXX.XX	\$ XXX.XX
Social Security and Medicare	\$ XXX.XX	\$ XXX.XX
Total Benefits Cost	\$ XXX.XX	\$ XXX.XX

Your Total Compensation \$XX,XXX.XX

*As of March 1, 2006; includes paid time off benefits as outlined in the Work/Life Benefits section.
 **Includes administrative fee only.
 ***This option value is an estimate based on a number of assumptions.
 It is not intended to predict actual future events or the value to ultimately be realized.





Health Care

Survivor Benefits

Income Protection

Medical Plan

You have elected health insurance coverage for **yourself** under **Plan II**.

The features of this plan include:

- In-network deductible of \$300 per person (3 deductibles per family)
- In-network preventive care (to \$500) and physician office visits covered at 100% with a co-pay, many other in-network services covered at 80%
- Prescriptions covered after a \$50 annual deductible per individual
- Annual in-network out-of-pocket maximum of \$2,500 per person (3 per family) after deductibles, and co-pays
- The lifetime maximum coverage is \$1 million per covered person

Dental Plan

You have elected dental coverage for **yourself** in the Delta Dental Plan of Oklahoma.

The features of this plan include:

- \$50 per person annual deductible
- Preventive, cleaning, and X-rays are covered at 100% with no deductible
- Basic and restorative services paid at 80%; major restorative services paid at 50%
- Orthodontic (children only) paid at 50%, no deductible, maximum lifetime benefit of \$1,000

Vision Plan

You have enrolled **yourself** in Sonic's voluntary vision plan, Vision Benefits of America.

The plan pays the costs of a vision exam and lenses once each year, and the costs of a wide selection of frames. Please refer to plan documents for a complete list of co-pays and deductibles.

Employee Assistance Program (EAP)

Our EAP can help with everything from clinical counseling to pre-retirement guidance to legal advice. See the plan materials for details or call HMSA at (800)767-5320 for assistance.

Sonic provides a basic layer of life and accident insurance coverages. If you would like additional coverage, you can purchase it at low group rates.

Basic Life Insurance

- Basic Life Benefit: **\$XX,XXX**

Accidental Death & Dismemberment (AD&D)

In the event of accidental death, your beneficiary would receive **\$XX,XXX** in addition to the Basic Life Insurance amount shown above. For other injuries, this policy pays an amount depending on your loss. See the summary plan description booklet for details.

Voluntary Life and AD&D

You may be able to enroll for additional life insurance for yourself, and for coverage of your spouse and children. You have enrolled for the following voluntary benefits:

- Voluntary Life: **\$XX,XXX**
- Voluntary AD&D: **\$XX,XXX**
- Spouse Life: **\$XX,XXX**
- Child(ren) Life: **\$XX,XXX**

EMC CancerPlus 30

You may enroll for individual, single parent family or family coverage for this cancer and other disease insurance. You pay the premiums through payroll deduction. The policy pays cash benefits to you in addition to any other medical insurance.

You **have enrolled** in this benefit.

Short Term Disability (STD)

Sonic's STD plan can provide income on the 11th day of an illness or injury. Benefits are payable for up to 26 weeks.

- Percentage of weekly earnings: **70%**
- Maximum weekly benefit: **\$1,500**

Long Term Disability (LTD)

If you are totally disabled for a period of 180 days, you would then be eligible to receive benefits from the LTD plan.

- Percentage of salary: **60%**
- Maximum monthly benefit: **\$10,000**
- Minimum monthly benefit: **\$100**

Unemployment Compensation

You are covered under unemployment compensation coverage which provides you with partial compensation in the event you are laid off from work for reasons other than misconduct. If you qualify for coverage, your income subsidy will be based on your past earnings.

Workers' Compensation

You or your survivors are eligible for workers' compensation benefits if death or disability results from an occupational illness or injury.

About This Statement

Every effort has been taken to assure that the information contained in this statement is accurate; however, no warranty or guarantee is implied or intended. Some of the amounts shown are estimates and may not reflect your exact amounts. If a discrepancy is found to exist between this statement and benefit plan documents, the plan documents will govern. Sonic reserves the right to alter, change or terminate plans or programs at any time. No contractual right is established between Sonic and its employees through this statement.



Retirement Benefits

Work/Life Benefits

Savings and Profit-Sharing Plan - the 401(k)

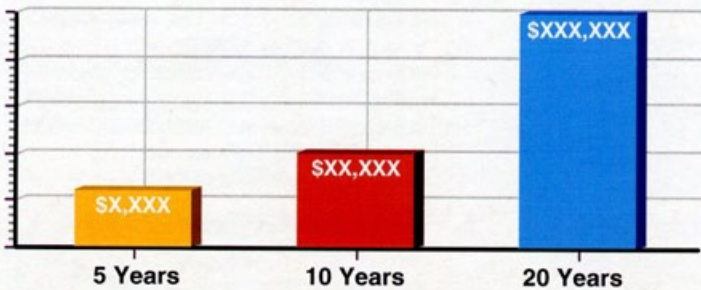
Through the 401(k), you and Sonic work as partners to help build your financial security for retirement or to meet other long-term savings goals. When you participate, your savings grow in three ways:

- Through your pre-tax contributions
- Through the company's matching contributions
- Through the investment growth of your total account

Sonic Match: You can save from 1% to 50% (up to the IRS limits) of your salary in the plan, and Sonic matches dollar-for-dollar on the first X% and then X% on the next X% of your earnings you contribute. You are currently saving X% of your earnings in the 401(k) Plan on a pre-tax basis. As of April 1, 2006, your 401(k) Plan account balance was \$XX,XXX.

Vesting: Your contributions to the plan belong to you; however, you vest (or build ownership) in Sonic's contributions to your account over time. You are currently X% vested in Sonic's contributions.

Future Value: The chart shows the value of your account in the years ahead if you continue to contribute at your current rate.



Note: These are only estimated projections based on specific assumptions. Neither the assumptions nor the projections are guaranteed. These estimates are based on a 3% average annual increase in basic pay and average annual investment return of 7%.

For More Information: Simply log on to the Plan's website at <https://www.401kaccess.com>, or call the toll-free Voice Response Unit at (800)777- 401k.

Stock Purchase Plan

Through Sonic's Stock Purchase Plan, you can purchase shares of Sonic Corp. (SONC) common stock at 85%, a 15% discount, of its fair market value. You may contribute from 1% to 10% of your wages through payroll deduction to purchase stock up to a maximum fair market value not to exceed \$25,000 per calendar year.

You are **not currently participating** in this benefit.

Social Security

Social Security is intended to replace about 20% to 40% of your final year's pay at retirement.

Each year, you and the company share equally in the cost of Social Security taxes. For 2006, the "FICA" entry on your payroll stub will include Social Security taxes of 6.2% of the first \$94,200 of your total cash compensation, plus Medicare taxes of 1.45% of your total cash compensation.

As you near retirement, you may wish to contact the Social Security Administration to obtain an accurate estimate of your future Social Security benefits. The Social Security Administration may be reached at (800)772-1213.

Paid Time Off

Your base salary includes the following paid time off benefits:

	Accrual	Cash Value
Personal/Sick Days:	X	\$ XXX.XX
Vacation Days:	X	\$ XXX.XX
Paid Holidays:	X	\$ XXX.XX

Each year the company typically observes eight paid holidays and one paid cultural holiday. A list of this year's holidays is posted on the Sonic intranet.

Flexible Spending Cafeteria Plan

You can use Sonic's Flexible Spending Plan to pay eligible health care and dependent care expenses with pre-tax dollars. You have allocated the following amounts for 2006:

- Health Care Account: \$ XXX.XX
- Dependent Care Account: \$ XXX.XX

Participants in Sonic's Flexible Spending Plan have the option to use the **SmartFlex Card** for qualified medical and/or child care expenses. This card works like a "debit card" and is pre-loaded with the annual dollar amount you have deducted from your paycheck.

Food, Fun & Family

Sonic is a fun, quirky brand that places a value on providing employees a great place to work.

- Monthly all-employee luncheon
- Summer employee gathering
- On-site cafeteria
- Banking services
- Tuition assistance
- Subsidized fitness club memberships
- Weight Watchers at Work Program
- Smoking Cessation Support Program
- Variety of personal/professional development workshops
- Annual Wellness Fair with free wellness screenings

Core Values

We value:

- Respect for everyone touched by the Sonic brand.
- Entrepreneurial spirit and the power of the individual.
- Importance of relationships as a way of life.
- Doing different, special and better things to surprise and delight everyone touched by the Sonic brand.