

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION  
Washington, D.C. 20549**

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>SMITH MARCUS G</b>			<b>SPEEDWAY MOTORSPORTS INC</b> <b>[ TRK ]</b>			<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chief Operating Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)					
			<b>3/4/2014</b>					
5555 CONCORD PARKWAY SOUTH			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
CONCORD, NC 28027								
(City)			(State)			(Zip)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	3/4/2014		D		3500 (1)	D	\$0	98432	D	
Common Stock	3/4/2014		A		35000 (2)	A	\$0	133432	D	
Common Stock	3/5/2014		F		5040 (3)	D	\$19.89	128392	D	
Common Stock								29000000 (4)	I	See Footnote 4

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				

**Explanation of Responses:**

- (1) Represents the forfeiture of restricted stock units granted pursuant to the Speedway Motorsports, Inc. 2004 Stock Incentive Plan, Amended and Restated as of February 10, 2009.
- (2) Represents shares of Common Stock issuable upon conversion of restricted stock units granted by the Compensation Committee of Speedway Motorsports, Inc. pursuant to the Speedway Motorsports, Inc. 2013 Stock Incentive Plan. The restricted stock units may only be settled in shares of Common Stock and are subject to forfeiture based on the satisfaction of performance criteria for fiscal year 2014.
- (3) Represents shares delivered by the reporting person to Speedway Motorsports, Inc. to satisfy withholding tax obligations due upon vesting of restricted stock units.
- (4) The reported securities are held by Sonic Financial Corporation ("Sonic"), a North Carolina corporation, and OBS Holdings, LLC ("Holdings"), a North Carolina limited liability company, of which Mr. Smith and his affiliates are stockholders and members,

respectively. Mr. Smith disclaims beneficial ownership of the Speedway Motorsports, Inc. common stock held by Sonic and Holdings, except to the extent of his pecuniary interest therein.

### Reporting Owners

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

### Signatures

/s/ J. Cary Tharrington IV, Attorney-in-Fact

3/6/2014

\*\* Signature of Reporting Person

Date

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

\* 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).

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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