

WESTERN SIZZLIN CORP
Form 4
November 22, 2006

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 *
SEDAGHAT SHAWN

2. Issuer Name and Ticker or Trading Symbol
WESTERN SIZZLIN CORP
[WSZZ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
9701 WILSHIRE
BOULEVARD, SUITE 1110

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/20/2006

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

BEVERLY HILLS, CA 90201

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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	11/20/2006		P	84,960 A \$ 7	245,881	I	See Note. (1)

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Rights ⁽²⁾	⁽³⁾	11/20/2006		D	169,920	11/07/2006	12/08/2006	Common Stock	84,960		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEDAGHAT SHAWN 9701 WILSHIRE BOULEVARD SUITE 1110 BEVERLY HILLS, CA 90201			X	

Signatures

/s/ Shawn Sedaghat
 11/22/2006
 Date

**Signature of Reporting Person

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) Represents shares purchased by Dash Acquisitions LLC, an investment advisory firm, on behalf of its clients. All shares are owned directly by Dash Acquisitions LLC and indirectly by the Reporting Person. Jonathan Dash is the sole member and managing partner of Dash Acquisitions LLC and the brother-in-law of the Reporting Person and disclaims any beneficiary interest except to the extent of his pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that Mr. Dash is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
 - (2) On November 20, 2006, the Issuer made a pro-rata distribution of rights (the "Rights") to the shareholders of record on November 13, 2006.
 - (3) The exercise price of the Rights is \$7.00. Every two Rights entitle the shareholder to purchase one share.

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.