Platte Leigh Form 4 September 14, 2018

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Platte Leigh

(Street)

(State)

09/12/2018

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

3. Date of Earliest Transaction

NATHANS FAMOUS INC [NATH]

(Month/Day/Year) 09/12/2018

Director 10% Owner

(Check all applicable)

C/O NATHAN'S FAMOUS. INC., ONE JERICHO PLAZA. SECOND FLOOR - WING A

(Zip)

(Middle)

below) Vice President, Food Service

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

X_ Officer (give title

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

JERICHO, NY 11753

(City)

Common

Stock

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4) Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership Indirect (I) (Instr. 4)

Other (specify

(A) or

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price 1,000

A (1) \$0 1,200

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)

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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. Transacti Code (Instr. 8)	5. Number of on Derivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	Expiration (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
2010 Stock Incentive Plan (right to buy)	\$ 89.9	09/12/2018		A	10,000	<u>(2)</u>	09/11/2023	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Platte Leigh C/O NATHAN'S FAMOUS, INC. ONE JERICHO PLAZA, SECOND FLOOR - WING A JERICHO, NY 11753

Vice President, Food Service

Signatures

/s/ Leigh Platte 09/14/2018

**Signature of Pate 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).
- Represents shares of restricted stock granted under the Issuer's 2010 Stock Incentive Plan, as amended. The restricted shares vest as (1) follows: 33% on the first anniversary of the grant date, 34% on the second anniversary of the grant date, and 33% on the third anniversary of the grant date.
- (2) These stock options vest over a three year period as follows: 33% on the first anniversary of the grant date, 34% on the second anniversary of the grant date, and 33% on the third anniversary of the grant date.

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.

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