

STETSON ROBERT J
Form 4
February 08, 2018

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 *
STETSON ROBERT J

2. Issuer Name and Ticker or Trading Symbol
Good Times Restaurants Inc.
[GTIM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6125 LUTHER LANE, #380
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/05/2018

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

DALLAS, TX 75225

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) | (A) or (D) | Price | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-----------|---|--|------------------------------------|
| Common | 02/05/2018 | | P | 4,000 | A | \$ 2.35 | 15,500 | I | By SLKW Investments LLC <u>(1)</u> |
| Common | 02/06/2018 | | P | 3,000 | A | \$ 2.3417 | 18,500 | I | By SLKW Investments LLC <u>(1)</u> |
| Common | 02/07/2018 | | P | 1,600 | A | \$ 2.45 | 20,100 | I | By SLKW Investments LLC <u>(1)</u> |
| Common | | | | | | | 103,894 | D | |
| Common | | | | | | | 440,000 | I | |

| | | | | | | | |
|--------|--|--|--|--------|---|--|------------------------------|
| | | | | | | | By REIT Redux, LLC (2) |
| Common | | | | 24,000 | I | | By Leanlien, LLC (3) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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

| 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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |
| Non Qualified Stock Option | \$ 7.79 | | | | | (4) 03/13/2025 | Common | 7,060 | |
| Non Qualified Stock Option | \$ 5.29 | | | | | (5) 11/23/2025 | Common | 3,781 | |
| Restricted Stock Unit | \$ 0 | | | | | (6) 11/23/2018 | Common | 441 | |
| Restricted Stock Unit | \$ 0 | | | | | (7) 11/16/2019 | Common | 3,733 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

STETSON ROBERT J
6125 LUTHER LANE, #380
DALLAS, TX 75225

See Remarks

Signatures

/s/ Robert J.
Stetson

02/08/2018

**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).
- (1) The reporting person is the managing member and is a beneficial owner of SLKW Investments LLC.
The reporting person is the president of REIT Redux GP, the general partner of REIT Redux LP. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, of the shares held by REIT Redux LP, except to the extent of his pecuniary interest therein.
- (3) Leanlien, LLC, a trust in which the reporting person beneficially owns 61% and his children beneficially own 39%.
- (4) These Non-Qualified Stock Options vest in three equal annual installments with the first installment vesting March 13, 2016.
- (5) These Non-Qualified Stock Options vest in three equal annual installments with the first installment vesting November 23, 2016.
The reporting person was granted 1,324 restricted stock units on November 23, 2015 of which 1/3 of the shares of the grant vested on November 23, 2016 and an additional 1/3 of the shares of the grant vested on November 23, 2017. Such restricted stock units were previously reported in Table II on a Form 4 filed with the Securities and Exchange Commission.
- (6) The reporting person was granted 5,600 restricted stock units on November 16, 2016 of which 1/3 of the total granted amount vested on November 16, 2017. Such restricted stock units were previously reported in Table II on a Form 4 filed with the Securities and Exchange Commission.
- (7)

Remarks:

Reporting Person has filed as a member of a Section 13(d)(3) "group" with Delta Partners, LP, Delta Partners GP, LLC, Prism

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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