

KONA GRILL INC  
Form 4  
November 19, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**JUNDT JAMES R**

(Last) (First) (Middle)

**33717 NORTH SCOTTSDALE ROAD, SUITE 120**

(Street)

**SCOTTSDALE, AZ 85266**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**KONA GRILL INC [KONA]**

3. Date of Earliest Transaction (Month/Day/Year)  
**11/17/2014**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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

**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 Indirect Beneficial Ownership (Instr. 4) |          |         |   |                            |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|----------|---------|---|----------------------------|
|                                 |                                      |  |                                | Code  | V   | Amount   | (A) or (D)  | Price    |         |   |                            |
| Common Stock                    | 11/17/2014                           |  | S                              |   | 6,732   | D  |   | \$ 22.77 | 716,877 | D |                            |
|                                 |                                      |  |                                |   |   |  |   | (1)      |         |   |                            |
| Common Stock                    | 11/18/2014                           |  | S                              |   | 20,266  | D  |   | \$ 23.16 | 696,611 | D |                            |
|                                 |                                      |  |                                |   |   |  |   | (2)      |         |   |                            |
| Common Stock                    |                                      |  |                                |   |   |  |   |          | 1,280   | I | Held by Spouse             |
| Common Stock                    |                                      |  |                                |   |   |  |   |          | 7,355   | I | Held in IRA for benefit of |

the  
Reporting  
Person's  
Spouse

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 of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| JUNDT JAMES R<br>33717 NORTH SCOTTSDALE ROAD<br>SUITE 120<br>SCOTTSDALE, AZ 85266 | X             |           |         |       |

## Signatures

/s/ by Douglas T. Holod as attorney-in-fact to James R. Jundt 11/19/2014

\_\_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)

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Price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$22.50 to \$23.00, inclusive. The reporting person undertakes to provide Kona Grill, Inc. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range specified above.

- (2) Price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$22.83 to \$23.29, inclusive. The reporting person undertakes to provide Kona Grill, Inc. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range specified above.

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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