Habit Restaurants, Inc. Form 3

November 20, 2014

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

**OMB APPROVAL** 

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Habit Restaurants, Inc. [HABT] A Allen A William III (Month/Day/Year) 11/19/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) **16 SUNSET COVE** (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner \_X\_\_ Director \_X\_ Form filed by One Reporting Officer Other Person (give title below) (specify below) **NEWPORT** Form filed by More than One COAST, CAÂ 92657 Reporting Person (City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form: Direct (D)

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise		6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	

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Stock Option (right to buy)  $\hat{A}$   $\stackrel{(1)}{=}$   $\hat{A}$   $\stackrel{(1)}{=}$   $\hat{A}$  Common 25,253 \$ 0 D  $\hat{A}$  Stock

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Allen A William III 16 SUNSET COVE

 $\hat{A} X \qquad \hat{A} \qquad \hat{A} \qquad \hat{A}$ 

NEWPORT COAST. CAÂ 92657

# **Signatures**

By: /s/ Ira Fils, attorney-in-fact

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- The Stock Option has been granted on November 19, 2014, and will expire on November 19, 2024. The options will vest ratably over 3 years (1/3 on the first anniversary of the date of grant; 1/3 on the second anniversary of the date of grant; and the remaining 1/3 on the third anniversary of the date of grant). Once the options are vested, they are exercisable into shares of Class A common stock.

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#### **Remarks:**

Ira Fils is signing on behalf of A. William Allen III pursuant to the Limited Power of AttorneyÂ

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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