## Edgar Filing: Watts Randy - Form 4

Form 4 February 22,											
FORM	14		DOUD				NGEO		OMB AF	PPROVAL	
	••• UNITED S	STATES S					NGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 c Form 5 obligatio	ger o 16. or Filed purs	Washington, D.C. 20549 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								January 31 2005 Iverage rs per 0.5	
may con See Instr 1(b). (Print or Type I	uction	*		vestment	U	·			1		
(Thit of Type )	(csponses)										
			2. Issuer Name <b>and</b> Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	Middle) 3. Date of Earliest Transaction (Chec				ck all applicable)					
C/O NATH	AN'S FAMOUS, JERICHO PLAZA	(N 02		ay/Year)	ansaction			Director X_Officer (give below) VP - Fra		Owner er (specify ons	
JERICHO, I	(Street) NY US 11573			ndment, Da th/Day/Year	-	1		6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M Person	ne Reporting Pe	rson	
(City)	(State) (	Zip)	Table	e I - Non-D	erivative	Secur	ities Aca	uired, Disposed of	or Beneficial	lv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemec Execution D any (Month/Day	l Date, if	3. Transactic Code (Instr. 8) Code V	4. Securi	ties A ispose	cquired d of (D)	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	
Common Stock	02/17/2012			М	3,000 (1)	А	\$ 5.62	4,600	D		
Common Stock	02/17/2012			S	600	D	\$ 20.92	4,000	D		
Common Stock	02/17/2012			S	99	D	\$ 20.93	3,901	D		
Common Stock	02/17/2012			S	403	D	\$ 20.97	3,498	D		
Common Stock	02/17/2012			S	400	D	\$ 21	3,098	D		

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Common Stock	02/17/2012	S	100	D	\$ 21.01	2,998	D
Common Stock	02/17/2012	S	98	D	\$ 21.11	2,900	D
Common Stock	02/17/2012	S	200	D	\$ 21.15	2,700	D

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.

 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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Employee Stock Option (Right to Buy) (2)	\$ 5.62	06/15/2004		М	3,000 (2) (3)	06/15/2005 <u>(3)</u>	06/14/2014	Common Stock	3,000

## **Reporting Owners**

<b>Reporting Owner Name / Ad</b>	dress	Relationships						
	Director	10% Owner	Officer	Other				
Watts Randy C/O NATHAN'S FAMOUS ONE JERICHO PLAZA JERICHO, NY US 11573	, INC.		VP - Franchise Operations					
Signatures								
Randy Watts	02/22/2012							

Date

R۹	nortina	Owners
ne	porting	Owners

\*\*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) Shares acquired pursuant to the Issuer's 2002 Stock Incentive Plan.
- (2) Options acquired pursuant to the Issuer's 2002 Stock Incentive Plan.
- (3) Such options were part of a grant of 10,000 options on 6/15/2004 which vested over a three-year period commencing on 6/15/2005.

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.