

NATHANS FAMOUS INC  
Form 8-K  
December 13, 2013

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 13, 2013

NATHAN'S FAMOUS, INC.  
(Exact name of registrant as specified in its charter)

|  |                                       |  |
|--|---------------------------------------|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation)                    | 1-3189<br>(Commission<br>File Number) | 11-3166443<br>(IRS Employer<br>Identification No.) |
| One Jericho Plaza, Jericho, New York<br>(Address of principal executive offices) |                                       | 11753<br>(Zip Code)                                |

Registrant's telephone number, including area code: (516) 338-8500

N/A  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01

Entry into a Material Definitive Agreement.

On December 13, 2013, Nathan's Famous, Inc., a Delaware corporation (the "Company") and Mutual Securities, Inc. ("MSI") entered into an agreement pursuant to which MSI has been authorized on the Company's behalf to purchase shares of the Company's common stock, \$.01 par value (the "Common Stock") having a value of up to an aggregate of five million dollars (\$5,000,000), which purchases may commence on December 23, 2013. The Agreement was adopted under the safe harbor provided by Rule 10b5-1 and Rule 10b-18 of the Securities Exchange Act of 1934, as amended in order to assist the Company in implementing its previously announced stock purchase plans for the purchase of up to an aggregate eight hundred thousand (800,000) shares, under which, as of the close of business on December 12, 2013, an aggregate of three hundred sixteen thousand eight hundred seventy two (316,872) shares are still available for purchase.

Item 9.01.

Financial Statement and Financial Exhibits.

Exhibit 99.1.

10b5-1 Issuer Repurchase Instructions.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: December 13, 2013

NATHAN'S FAMOUS, INC.

|        |                  |  |
|--------|------------------|--|
| By:    | /s/ Ronald DeVos |  |
| Name:  |                  | Ronald DeVos   |
| Title: |                  | Vice President Finance and<br>Chief Financial Officer<br>(Principal Financial Officer<br>and Accounting Officer) |