

GOOD TIMES RESTAURANTS INC

Form 4

May 23, 2016

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)
05/19/2016

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

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) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common | 05/19/2016 | | P | 5,400 A \$ 2.9 | 49,375 | D | |
| Common | 05/19/2016 | | P | 4,500 A \$ 2.88 | 53,875 | D | |
| Common | 05/19/2016 | | P | 2,400 A \$ 2.89 | 56,275 | D | |
| Common | 05/19/2016 | | P | 800 A \$ 2.94 | 800,800 | I | By Leanlien, LLC (1) (2) |
| Common | 05/19/2016 | | P | 400 A \$ 2.95 | 801,200 | I | By Leanlien, LLC |

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| | | | | | | | | | |
|--------|------------|--|---|-------|---|---------|---------|---|------------------------|
| Common | 05/20/2016 | | P | 2,000 | A | \$ 2.86 | 801,600 | I | By Leanlien, LLC |
| Common | 05/20/2016 | | P | 1,500 | A | \$ 2.9 | 804,700 | I | By Leanlien, LLC |
| Common | 05/20/2016 | | P | 1,600 | A | \$ 2.93 | 806,300 | I | By Leanlien, LLC |
| Common | 05/20/2016 | | P | 1,500 | A | \$ 2.95 | 807,800 | I | By Leanlien, LLC |
| Common | 05/20/2016 | | P | 1,500 | A | \$ 2.96 | 809,300 | I | By Leanlien, LLC |
| Common | 05/20/2016 | | P | 2,700 | A | \$ 2.97 | 812,000 | I | By Leanlien, LLC |
| Common | 05/20/2016 | | P | 1,000 | A | \$ 2.94 | 813,000 | I | By Leanlien, LLC |
| Common | 05/20/2016 | | P | 1,600 | A | \$ 2.92 | 814,600 | I | By Leanlien, LLC |

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 Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| STETSON ROBERT J 6125 LUTHER LANE #380 DALLAS, TX 75225 | | | | |

Signatures

| | |
|----------------------|------------|
| Robert J. Stetson | 05/23/2016 |
|----------------------|------------|

**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) shares held via trust of which Mr. Stetson beneficially owns 61% and his children beneficially own 39%

1. Reflects 800,000 shares of Common Stock owned directly by Rest Redux LLC. Securities owned directly by Rest Redux LLC, REIT Redux, LP (controlling member of Rest Redux LLC), REIT Redux GP, LLC (general partner of REIT Redux, LP), and Robert Stetson

(2) (President of REIT Redux GP, LLC) may be deemed to be the beneficial owners of all shares of Common Stock held by Rest Redux LLC. Each of the reporting persons disclaims beneficial ownership of any securities reported herein except to the extent of such reporting person's pecuniary interest therein

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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