

GOOD TIMES RESTAURANTS INC
Form 4
November 30, 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 *
DELTA PARTNERS LP

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)
ONE INTERNATIONAL PLACE, SUITE 2401
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/28/2016

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

BOSTON, MA 02110

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Indirect Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | | | |
| | | | Code | V | Amount | (D) | Price |
| Good Times Restaurants Inc common stock | 11/28/2016 | | P | | 16,590 | A | \$ 3.2215 |
| | | | | | 2,265,026 ⁽¹⁾ | D ⁽¹⁾ | |

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

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SEC 1474 (9-02)

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DELTA PARTNERS LP ONE INTERNATIONAL PLACE SUITE 2401 BOSTON, MA 02110 | | X | | |
| JOBSON CHARLES E ONE INTERNATIONAL PLACE SUITE 2401 BOSTON, MA 02110 | | X | | |
| Delta Partners GP, LLC ONE INTERNATIONAL PLACE, SUITE 2401 BOSTON, MA 02110 | | X | | |
| PRISM PARTNERS, L.P. ONE INTERNATIONAL PLACE SUITE 2401 BOSTON, MA 02110 | | X | | |
| Delta Advisors, LLC ONE INTERNATIONAL PLACE SUITE 2401 BOSTON, MA 02110 | | X | | |

Signatures

Charles Jobson 11/30/2016

__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).

Reporting person, Delta Partners, LP is the investment manager for two private funds, Prism Partners, L.P and Prism Offshore Fund, Ltd. and is deemed to have beneficial ownership. The two funds are the actual owners of the issuer. Of the shares reported herein, 1,363,440 shares of common stock are held directly by reporting person Prism Partners, L.P. Delta Advisors, LLC is the general partner of Prism

(1) Partners, L.P. and Delta Partners GP, LLC is the general partner of Delta Partners, LP. Charles Jobson is the owner of Delta Partners, LP and managing member of Delta Partners GP, LLC, and Delta Advisors, LLC and can be deemed to have investment discretion. Each of Delta Partners, LP, Delta Advisors, LLC, Delta Partners GP, LLC and Charles Jobson disclaim Section 16 beneficial ownership except to the extent, if any, of their pecuniary interest.

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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