

Haeg Peter O.
Form 4
May 16, 2018

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Haeg Peter O.

2. Issuer Name **and** Ticker or Trading
Symbol
FAMOUS DAVES OF AMERICA
INC [DAVE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3033 EXCELSIOR
BOULEVARD, SUITE 560

3. Date of Earliest Transaction
(Month/Day/Year)
05/15/2018

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

(Street)
MINNEAPOLIS, MN 55416

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) (A) or (D) Code V Amount (D) Price	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 Beneficial Ownership (Instr. 4)
Common Stock					418,169	I	By FS Special Opportunities I, L.P. (1) (2)

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

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information contained in this form are not
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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. Identification Number of Underlying Security (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy)	\$ 7.85	05/15/2018		A		20,000		<u>(3)</u>	05/15/2028	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Haeg Peter O. 3033 EXCELSIOR BOULEVARD SUITE 560 MINNEAPOLIS, MN 55416	X			
FS SPECIAL OPPORTUNITIES I, L.P. 3300 EXCELSIOR BLVD SUITE 560 MINNEAPOLIS, MN 55416				Member of a 10% owner group

Signatures

/s/ Peter O. Haeg 05/16/2018

**Signature of Reporting Person Date

/s/ Peter O. Haeg, President of Farnam Street Capital, Inc.,
G.P. 05/16/2018

**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) Held by FS Special Opportunities I, L.P. ("FS I") and indirectly by Farnam Street Capital, Inc. as General Partner of FS I and Peter Haeg as President and Secretary of Farnam Street Capital, Inc. ("Farnam Street"). Farnam Street and Mr. Haeg disclaim beneficial ownership of these securities except to the extent of his pecuniary interest therein. Mr. Haeg was elected to the Board of Directors at the direction of FS I; therefore, FS I and Farnam Street may be considered directors of the issuer by deputization.
- (2) As reported in the Schedule 13D filed by the Reporting Persons on November 20, 2017, the Reporting Persons share beneficial ownership of the 418,169 shares with another group that includes PW Partners, LLC (the "PW Group"). Because of their shared beneficial ownership of the shares, the Reporting Persons and PW Group may together be considered a "group" for purposes of Rule 13d-1. the Reporting Persons disclaim beneficial ownership of any shares of the issuer held by PW Group other than the 418,169 shares and disclaims the existence of any such Section 13(d) "group."

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(3) The option vests in five annual installments beginning on the first anniversary on the date of grant.

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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