

BIGLARI, SARDAR
Form 4
March 31, 2010

FORM 4

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

OMB APPROVAL

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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 *
LION FUND, L.P.

2. Issuer Name and Ticker or Trading Symbol
WESTERN SIZZLIN CORP
[WEST]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
9311 SAN PEDRO AVENUE,
SUITE 1440,

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/30/2010

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

SAN ANTONIO, TX 78216

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock, par value \$0.01 per share ⁽¹⁾	03/30/2010		D	934,215	D <u>2</u> 0	D <u>(3)</u>	

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

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(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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LION FUND, L.P. 9311 SAN PEDRO AVENUE, SUITE 1440 SAN ANTONIO, TX 78216		X		
BIGLARI CAPITAL CORP. 9311 SAN PEDRO AVENUE, SUITE 1440 SAN ANTONIO, TX 78216		X		
BIGLARI, SARDAR C/O THE LION FUND, L.P. 9311 SAN PEDRO AVENUE, SUITE 1440 SAN ANTONIO, TX 78216	X	X	Chief Executive Officer	

Signatures

By: The Lion Fund, L.P. By: Biglari Capital Corp., its general partner By: /s/ Sardar Biglari, its Chairman and Chief Executive Officer 03/30/2010
**Signature of Reporting Person Date

By: Biglari Capital Corp. By: /s/ Sardar Biglari, its Chairman and Chief Executive Officer 03/30/2010
**Signature of Reporting Person Date

By: /s/ Sardar Biglari 03/30/2010
**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) This Form 4 is filed jointly by The Lion Fund L.P. (the "Lion Fund"), Biglari Capital Corp. ("BCC") and Sardar Biglari.

Shares disposed of at the closing of the Agreement and Plan of Merger, dated as of October 22, 2009, by and among Western Sizzlin Corporation (the "Issuer"), The Steak n Shake Company ("Steak n Shake") and Grill Acquisition Corporation, a wholly-owned subsidiary of Steak n Shake, pursuant to which each outstanding share of the Issuer's common stock was canceled and converted into the right to receive a pro rata portion of a new issue of 14% redeemable subordinated debentures due 2015 issued by Steak n Shake in the aggregate principal amount of \$22,959,000 (the "Debentures"), with cash paid in lieu of fractional Debenture interests.

(2) Shares owned directly by the Lion Fund. Sardar Biglari is the Chairman and Chief Executive Officer of BCC, the general partner of the Lion Fund. Accordingly, BCC and Sardar Biglari may be deemed to beneficially own the shares held directly by the Lion Fund. Each of (3) BCC and Sardar Biglari disclaims beneficial ownership of the shares held directly by the Lion Fund except to the extent of his or its pecuniary interest therein. Sardar Biglari is the Chairman and Chief Executive Office of the Issuer.

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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