

Walsh Patrick  
Form 4  
August 20, 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

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Walsh Patrick

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)  
141 W. JACKSON BLVD., STE.  
1702

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/16/2018

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

(Street)  
CHICAGO, IL 60604

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.01 par value <u>(1)</u>	08/16/2018		S		117,459	D	\$ 6.4864	198,054	I	By PW Partners Atlas Fund LP <u>(2)</u>
Common Stock, \$0.01 par value <u>(1)</u>	08/17/2018		S		20,000	D	\$ 6.3963	178,054	I	By PW Partners Atlas Fund LP <u>(2)</u>
								61,277	D	

Common  
Stock,  
\$0.01 par  
value <sup>(1)</sup>

Common  
Stock,  
\$0.01 par  
value <sup>(1)</sup>

Common  
Stock,  
\$0.01 par  
value <sup>(1)</sup>

0

I

By PW  
Partners  
Atlas  
Fund II,  
LP

0

I

By PW  
Partners,  
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.**

SEC 1474  
(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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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

Walsh Patrick  
141 W. JACKSON BLVD.  
STE. 1702  
CHICAGO, IL 60604

X

X

PW Partners Atlas Fund LP  
141 W. JACKSON BLVD., SUITE 1702  
CHICAGO, IL 60604

PW Partners Atlas Funds, LLC	
141 W. JACKSON BLVD., SUITE 1702	X
CHICAGO, IL 60604	

PW Partners, LLC  
141 W. JACKSON BLVD., SUITE 1702 X  
CHICAGO, IL 60604

PW Partners Capital Management LLC	
141 W. JACKSON BLVD., SUITE 1702	X
CHICAGO, IL 60604	

## Signatures

By: /s/ Patrick Walsh 08/20/2018

          \*\*Signature of Reporting Person

Date \_\_\_\_\_

By: PW Partners Atlas Fund LP, By: PW Partners Atlas Funds, LLC, General Partner, By: /s/ Patrick Walsh, Managing Member and Chief Executive Officer 08/20/2018

          \*\*Signature of Reporting Person

Date \_\_\_\_\_

By: PW Partners Atlas Fund II LP, By: PW Partners Atlas Funds, LLC, General Partner, By:  
/s/ Patrick Walsh, Managing Member and Chief Executive Officer

          \*\*Signature of Reporting Person

Date \_\_\_\_\_

By: PW Partners Atlas Funds, LLC, By: /s/ Patrick Walsh, Managing Member and Chief Executive Officer 08/20/2018

          \*\*Signature of Reporting Person

Date \_\_\_\_\_

By: PW Partners, LLC, By: /s/ Patrick Walsh, Managing Member and Chief Executive Officer 08/20/2018

Signature of Reporting Person

Date \_\_\_\_\_

By: PW Partners Capital Management LLC, By: /s/ Patrick Walsh, Managing Member 08/20/2018

          \*\*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) This Form 4 is filed jointly by PW Partners Atlas Fund LP ("Atlas Fund I"), PW Partners Atlas Fund II LP ("Atlas Fund II"), PW Partners Atlas Funds, LLC ("Atlas Fund GP"), PW Partners Capital Management LLC ("PW Capital Management"), PW Partners, LLC and Patrick Walsh (collectively, the "Reporting Persons"). Jeffery Crivello, the Chief Financial Officer of PW Capital Management, is a director of the Issuer. As a result, each of the Reporting Persons may be deemed to be a director by deputation of the Issuer. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein. The filing of this Form 4 shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any securities of the Issuer he or it does not directly own.

(2) Represents securities owned directly by Atlas Fund I. As the General Partner of Atlas Fund I, Atlas Fund GP may be deemed to beneficially own the securities owned directly by Atlas Fund I. As the Investment Manager of Atlas Fund I, PW Capital Management may be deemed to beneficially own the securities owned directly by Atlas Fund I. As the Managing Member of PW Capital Management and the Managing Member and Chief Executive Officer of Atlas Fund GP, Mr. Walsh may be deemed to beneficially own the securities owned directly by Atlas Fund I.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

## Edgar Filing: Walsh Patrick - Form 4

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