

KONA GRILL INC
Form 4
November 17, 2014

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 *
JUNDT JAMES R

(Last) (First) (Middle)

33717 NORTH SCOTTSDALE ROAD, SUITE 120

(Street)

SCOTTSDALE, AZ 85266

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KONA GRILL INC [KONA]

3. Date of Earliest Transaction (Month/Day/Year)
11/12/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/12/2014		M		10,000	A	\$ 3.7
Common Stock	11/12/2014		M		1,875	A	\$ 5.15
Common Stock	11/12/2014		M		15,000	A	\$ 5.37
Common Stock	11/12/2014		M		8,125	A	\$ 8.71
Common Stock	11/13/2014		S		2,646	D	\$ 22.88

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Common Stock	11/14/2014		S	5,356	D	\$ 22.77 (2)	723,609	D	
Common Stock							1,280	I	By Spouse
Common Stock							7,355	I	Held in IRA for benefit of the Reporting Person's Spouse

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

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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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (Right to Buy)	\$ 3.7	11/12/2014		M	10,000	(3) 11/15/2015	Common Stock	10,000	
Director Stock Option (Right to Buy)	\$ 5.15	11/12/2014		M	1,875	(3) 02/24/2016	Common Stock	1,875	
Director Stock Option (Right to Buy)	\$ 5.37	11/12/2014		M	15,000	(3) 02/27/2017	Common Stock	15,000	

Director Stock Option (Right to Buy)	\$ 8.71	11/12/2014	M	8,125	<u>(3)</u>	02/06/2018	Common Stock	8,125
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JUNDT JAMES R 33717 NORTH SCOTTSDALE ROAD SUITE 120 SCOTTSDALE, AZ 85266	X			

Signatures

/s/ by Douglas T. Holod as attorney-in-fact to James R. Jundt	11/14/2014
<small>**Signature of Reporting Person</small>	<small>Date</small>

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) Price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$22.71 to \$23.02, inclusive. The reporting person undertakes to provide Kona Grill, Inc. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range specified above.
 - (2) Price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$22.59 to \$23.00, inclusive. The reporting person undertakes to provide Kona Grill, Inc. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range specified above.
 - (3) All options were exercisable at the transaction date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.