Edgar Filing: BIGLARI HOLDINGS INC. - Form 4

BIGLARI HOLDINGS INC. Form 4 January 02, 2015 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b.) Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Set in 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).										
BIGLARI, (Last)	Address of Reporting SARDAR	(Middle)	Symbol BIGLA 3. Date o	er Name ar ARI HOL of Earliest ⁷ Day/Year) 2014	DINGS	INC.	[BH]	5. Relationship of I Issuer (Check X Director X Officer (give t below)	all applicable) Owner
				endment, Date Original 6 onth/Day/Year) 4				Chairman and CEO 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)	Tab	ole I - Non-	-Derivativ	ve Seci	urities Acqu	uired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		d Date, if	3. Transacti Code (Instr. 8)		ities A osed of 4 and (A) or	cquired (A)	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, stated value \$0.50 per share (1)	12/30/2014			P <u>(3)</u>	1,970	A	\$ 389.9164 (4)	4 318,455	I <u>(2)</u>	By The Lion Fund, L.P.
Common Stock, stated value \$0.50 per share (1)	12/31/2014			P <u>(3)</u>	1,966	A	\$ 399.6669 (5)	9 320,421	I <u>(2)</u>	By The Lion Fund, L.P.

Common Stock, stated value \$0.50 per share (1)	01/02/2015	P <u>(3)</u>	1,902	A	\$ 404.8402 (6)	322,323	I <u>(2)</u>	By The Lion Fund, L.P.
Common Stock, stated value \$0.50 per share (1)						31,019	D	

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.

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)	4. Transact Code (Instr. 8)	5. tionNumber of) Derivativ Securitie: Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S I	Date	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer	Other			
BIGLARI, SARDAR 17802 IH 10 WEST, SUITE 400 SAN ANTONIO, TX 78257	Х	Х	Chairman and CEO				
LION FUND, L.P. 17802 IH 10 WEST, SUITE 400 SAN ANTONIO, TX 78257		Х					

BIGLARI CAPITAL CORP. 17802 IH 10 WEST, SUITE 400 SAN ANTONIO, TX 78257

Х

Signatures

/s/ Biglari, Sardar	01/02/2015				
**Signature of Reporting Person	Date				
By: The Lion Fund L.P., By: Biglari Capital Corp., General Partner, By: /s/ Sardar Biglari, Chairman and Chief Executive Officer					
**Signature of Reporting Person	Date				
By: Biglari Capital Corp., By: /s/ Sardar Biglari, Chairman and Chief Executive Officer	01/02/2015				
**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 Sardar Biglari, The Lion Fund, L.P. (the "Lion Fund") and Biglari Capital Corp. ("BCC"). Each of Mr. Biglari, the Lion Fund and BCC is a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Common Stock. Each of Mr. Biglari, the Lion Fund and BCC disclaims beneficial ownership of the shares of Common Stock reported herein except to the extent of his or its pecuniary interest therein.

Shares owned directly by the Lion Fund. BCC is the general partner of the Lion Fund. Mr. Biglari is the Chairman and Chief Executive(2) Officer of BCC and has investment discretion over the securities owned by the Lion Fund. By virtue of these relationships, BCC and Mr. Biglari may be deemed to beneficially own the shares of Common Stock of the Issuer owned directly by the Lion Fund.

(3) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$385.361 to \$392.00. The reporting persons undertake to provide to the Issuer, any security holder of the Issuer or the staff of the

- (4) Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes 4, 5 and 6 to this Form 4.
- (5) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$391.47 to \$403.00.
- (6) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$400.00 to \$406.99.

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.