

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) November 14, 2023

NATHAN'S FAMOUS, INC.

(Exact name of registrant as specified in its charter)

| | | |
|--|--|--|
| Delaware (State or Other Jurisdiction of Incorporation) | 1-35962 (Commission File Number) | 11-3166443 (IRS Employer Identification No.) |
| One Jericho Plaza, Jericho, New York (Address of Principal Executive Offices) | | 11753 (Zip Code) |
| Registrant's Telephone Number, Including Area Code: <u>(516) 338-8500</u> | | |
| N/A (Former Name or Former Address, If Changed Since Last Report) | | |

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading symbol(s) | Name of each exchange on which registered |
|---|-------------------|---|
| Common Stock, par value \$.01 per share | NATH | The NASDAQ Global Market |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

On November 14, 2023, Nathan's Famous, Inc. (the "Company") irrevocably called for redemption \$20.0 million (the "Redeemed Notes") of the Company's outstanding \$80.0 million of 6.625% Senior Secured Notes due 2025 (the "Notes"). The Redeemed Notes will be redeemed on December 19, 2023 (the "Redemption Date") at a redemption price equal to 100.00% of the principal amount thereof in accordance with the terms of the Indenture (the "Indenture") dated as of November 1, 2017 among the Company, the guarantors party thereto and U.S. Bank Trust Company, National Association (formerly U.S. Bank National Association), as trustee (the "Trustee"). Prior to the Redemption Date, the Company will deposit with the Trustee an amount of funds sufficient to redeem the Redeemed Notes (including accrued interest thereon up to, but not including the Redemption Date) in accordance with the terms of the Indenture.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

104 Cover Page Interactive Data File (formatted as Inline XBRL)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: November 14, 2023

NATHAN'S FAMOUS, INC.

By: /s/ Eric Gatoff

Name: Eric Gatoff

Title: Chief Executive Officer
