

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer 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 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b> <u>EIDE ROBERT J</u>  (Last) (First) (Middle) <u>810 7TH AVENUE, 18TH FLOOR</u> <u>C/O AEGIS CAPITAL</u>  (Street) <u>NEW YORK NY 10019</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>NATHANS FAMOUS INC [ NATH ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>09/19/2017</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	

**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	09/19/2017		M		11,361 <sup>(1)</sup>	A	\$35.576	19,473 <sup>(2)</sup>	D	
Common Stock	09/19/2017		F		5,862 <sup>(3)</sup>	D	\$68.95	13,611 <sup>(2)</sup>	D	
Common Stock								7,500	I	By: Isagen, LLC <sup>(4)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
2010 Stock Incentive Plan (Right to Buy)	\$35.576	09/19/2017		M			11,361	(5)	08/05/2019	Common Stock	11,361	\$0	0	D	

**Explanation of Responses:**

- These shares were acquired through the exercise of stock options granted on August 6, 2014 pursuant to the Issuer's 2010 Stock Incentive Plan.
- Does not include 250,000 shares held by Lorber Alpha II LP, for which the Reporting Person is an officer and director of its general partner and a trustee of the controlling shareholders of such entity. Mr. Eide does not have a pecuniary interest in the shares held by Lorber Alpha II LP.
- Transaction represents withholding of shares based on net exercise to satisfy exercise cost.
- These shares are owned directly by Isagen, LLC, a limited liability company of which the Reporting Person is the sole member.
- These options to purchase shares replaced options to purchase 10,000 shares at an exercise price of \$53.89, in connection with a special cash dividend of the Issuer, and pursuant to Article IV(e) of the Issuer's 2010 Stock Incentive Plan, under which the Issuer's Compensation Committee has the authority to make appropriate provisions upon the Issuer's declaration of a special cash dividend. The original options vested in four equal installments beginning on August 6, 2015, and these replacement options have the same vesting terms and expiration date as the original grant.

/s/ Robert J. Eide 09/20/2017  
 \*\* Signature of Reporting Person Date

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

\* 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).

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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