

LUBYS INC  
Form 4  
October 21, 2015

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PAPPAS CHRISTOPHER JAMES

(Last) (First) (Middle)  
13111 NORTHWEST  
FREEWAY, SUITE 600  
(Street)

HOUSTON, TX 77040

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
LUBYS INC [LUB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/19/2015

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)  
President and CEO

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Code V Amount (D) Price   |  |   |

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)                                | Price of Derivative Security | (Month/Day/Year) | (Instr. 8)       | Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |           | Date Exercisable          | Expiration Date | Title        | Amount or Number of Shares |
|---|------------------------------|------------------|------------------|---|-----------|---------------------------|-----------------|--------------|----------------------------|
|   |                              |                  |                  | Code  | V (A) (D) |                           |                 |              |                            |
| Employee Stock Option (Right to Buy)      | \$ 5.27                      | 10/19/2015       | J <sup>(1)</sup> | 63,000  |           | 12/09/2012                | 12/09/2018      | Common Stock | 63,000                     |
| Employee Stock Option (Right to Buy)      | \$ 5.39                      | 10/19/2015       | J <sup>(2)</sup> | 17,551  |           | 11/18/2014                | 11/18/2020      | Common Stock | 17,551                     |
| Non Qualified Stock Option (Right to Buy) | \$ 4.42                      | 10/19/2015       | J <sup>(3)</sup> | 2,865   |           | 11/15/2015 <sup>(9)</sup> | 11/15/2021      | Common Stock | 2,865                      |
| Employee Stock Option (Right to Buy)      | \$ 4.42                      | 10/19/2015       | J <sup>(4)</sup> | 8,595   |           | 11/15/2015 <sup>(9)</sup> | 11/15/2021      | Common Stock | 8,595                      |
| Non Qualified Stock Option (Right to Buy) | \$ 5.95                      | 10/19/2015       | J <sup>(5)</sup> | 811   |           | 11/15/2016 <sup>(9)</sup> | 11/15/2022      | Common Stock | 811                        |
| Employee Stock Option (Right to Buy)      | \$ 5.95                      | 10/19/2015       | J <sup>(6)</sup> | 16,339  |           | 11/15/2016 <sup>(9)</sup> | 11/15/2022      | Common Stock | 16,339                     |
| Non Qualified Stock Option (Right to Buy) | \$ 4.49                      | 10/19/2015       | J <sup>(7)</sup> | 61,819  |           | 01/23/2018 <sup>(9)</sup> | 01/23/2025      | Common Stock | 61,819                     |
|   | \$ 4.49                      | 10/19/2015       | J <sup>(8)</sup> | 61,132  |           | 01/23/2018 <sup>(9)</sup> | 01/23/2025      |              | 61,132                     |

Employee  
Stock  
Option  
(Right to  
Buy)

Common  
Stock

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| PAPPAS CHRISTOPHER JAMES<br>13111 NORTHWEST FREEWAY<br>SUITE 600<br>HOUSTON, TX 77040 | X             | X         | President and CEO |       |

## Signatures

/s/ Christopher J.  
Pappas 10/21/2015

\_\_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) On October 19, 2015, Mr. Pappas agreed to surrender 63,000 options to purchase the Company's common stock with an exercise price of \$5.27 per share (FMV on date of grant) back to the Company. Mr. Pappas received no consideration from the Company for the surrender.

(2) On October 19, 2015, Mr. Pappas agreed to surrender 17,551 options to purchase the Company's common stock with an exercise price of \$5.39 per share (FMV on date of grant) back to the Company. Mr. Pappas received no consideration from the Company for the surrender.

(3) On October 19, 2015, Mr. Pappas agreed to surrender 2,865 options to purchase the Company's common stock with an exercise price of \$4.42 per share (FMV on date of grant) back to the Company. Mr. Pappas received no consideration from the Company for the surrender.

(4) On October 19, 2015, Mr. Pappas agreed to surrender 8,595 options to purchase the Company's common stock with an exercise price of \$4.42 per share (FMV on date of grant) back to the Company. Mr. Pappas received no consideration from the Company for the surrender.

(5) On October 19, 2015, Mr. Pappas agreed to surrender 811 options to purchase the Company's common stock with an exercise price of \$5.95 per share (FMV on date of grant) back to the Company. Mr. Pappas received no consideration from the Company for the surrender.

(6) On October 19, 2015, Mr. Pappas agreed to surrender 16,339 options to purchase the Company's common stock with an exercise price of \$5.95 per share (FMV on date of grant) back to the Company. Mr. Pappas received no consideration from the Company for the surrender.

(7) On October 19, 2015, Mr. Pappas agreed to surrender 61,819 options to purchase the Company's common stock with an exercise price of \$4.49 per share (FMV on date of grant) back to the Company. Mr. Pappas received no consideration from the Company for the surrender.

(8) On October 19, 2015, Mr. Pappas agreed to surrender 61,132 options to purchase the Company's common stock with an exercise price of \$4.49 per share (FMV on date of grant) back to the Company. Mr. Pappas received no consideration from the Company for the surrender.

(9)

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These stock options vest as follows: 50% on the first anniversary of the grant date, 25% on the second anniversary of the grant date and 25% on the third anniversary of the grant date.

**(10)** Exercise price of option to buy.

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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