

NATHANS FAMOUS INC

Form 4

March 07, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
EIDE ROBERT J

(Last) (First) (Middle)

70 EAST SUNRISE HIGHWAY

(Street)

VALLEY STREAM, NY 11581

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NATHANS FAMOUS INC [NATH]

3. Date of Earliest Transaction
(Month/Day/Year)
03/06/2006

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 (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	03/06/2006		M		3,333	A \$ 3.96	3,386 D
Common Stock	03/06/2006		M		3,334	A \$ 3.81	6,720 D
Common Stock	03/06/2006		S		1,000	D \$ 11.32	5,720 D
Common Stock	03/06/2006		S		500	D \$ 10.77	5,220 D
Common Stock	03/06/2006		S		2,000	D \$ 10.85	3,220 D
	03/06/2006		S		1,500	D	1,720 D

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Common Stock						\$ 11.02	
Common Stock	03/06/2006	S	1,000	D	\$ 11	720	D
Common Stock	03/06/2006	S	400	D	\$ 10.9	320	D
Common Stock	03/06/2006	S	67	D	\$ 10.88	253	D
Common Stock	03/06/2006	S	200	D	\$ 11.35	53	D

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 (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
2001 Stock Option Plan	\$ 3.96	03/06/2006		M	3,333	06/17/2003	06/12/2012	Common Stock		3,333
2001 Stock Option Plan	\$ 3.81	03/06/2006		M	3,334	06/20/2004	06/19/2013	Common Stock		3,334

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

EIDE ROBERT J
70 EAST SUNRISE HIGHWAY X
VALLEY STREAM, NY 11581

Signatures

/s/Robert J. Eide 03/07/2006

 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).

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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