

ONE Group Hospitality, Inc.
Form 8-K
January 05, 2016

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): **January 5, 2016**

THE ONE GROUP HOSPITALITY, INC.

(Exact name of registrant as specified in its charter)

Delaware	000-52651	14-1961545
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

411 W. 14th Street, 2nd Floor

New York, New York 10014

(Address of principal executive offices)

Registrant's telephone number, including area code: **(646) 624-2400**

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(Former name or former address, if changed since last report.)

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 (17 CFR 240.13e-4(c))

Item 8.01. Other Items.

On January 5, 2016, The ONE Group Hospitality, Inc., a Delaware corporation, issued a press release announcing its intention to conduct a common stock rights offering. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Neither this Current Report on Form 8-K nor such press release constitutes an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of, these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities law of any such state or jurisdiction. Any proposed offering referenced herein will be made only by means of a prospectus supplement and the accompanying base prospectus.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following are filed as exhibits to this Current Report on Form 8-K:

Exhibit No. Description

99.1 The ONE Group Hospitality, Inc. press release dated January 5, 2016.

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 duly authorized.

The ONE Group Hospitality,
Inc.,

a Delaware corporation

(Registrant)

Date: January 5, 2016 By: */s/ Samuel Goldfinger*
Name: Samuel Goldfinger
Title: Chief Financial Officer

NSO \$ 16.3 12/07/2002 12/07/2011 Class A Common Stock 20,000 20,000 D Nonstatutory Stock Option
(Right to Buy) NSO \$ 16.5 12/06/2003 12/06/2012 Class A Common Stock 7,500 7,500 D Nonstatutory
Stock Option (Right to Buy) NSO \$ 19.94 12/05/2004 12/05/2013 Class A Common Stock 20,000 20,000 D
Nonstatutory Stock Option (Right to Buy) NSO \$ 43.16 11/23/2005 11/23/2014 Class A Common Stock 20,000
20,000 D Nonstatutory Stock Option (Right to Buy) NSO \$ 61.29 12/15/2006 12/15/2015 Class A Common
Stock 6,000 6,000 D Restricted Stock Units (RSU) ⁽¹⁾ \$ 0 ⁽¹⁾ ⁽²⁾ ⁽²⁾ Class A Common Stock 1,500 1,500
D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REHKOPF BRIAN L C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE., SUITE 300 BAKERSFIELD, CA 93309			Vice President	

Signatures

Kenneth A. Olson under Power of Attorney on file for Brian L.
Rehkopf

04/03/2006

 **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).
- (1) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock.
- (2) The restricted stock units vest in four equal annual installments beginning December 15, 2006. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.

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.