

PAPPAS HARRIS J
Form 4
November 07, 2012

FORM 4

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

OMB APPROVAL

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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 HARRIS J

(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)
11/05/2012

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Restricted Stock	11/05/2012		J	6,849 (1)	D \$ 0	3,551,170	D
Common Stock						1,067,197	I
							By Pappas Restaurants Inc.

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

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(9-02)

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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 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
Employee Stock Option (Right to Buy)	\$ 5.27					12/09/2009 ⁽²⁾	12/09/2018	Common Stock	63,000
Employee Stock Option (Right to Buy)	\$ 3.44					11/19/2010 ⁽³⁾	11/19/2019	Common Stock	50,000
Employee Stock Option (Right to Buy)	\$ 5.39					11/18/2011 ⁽⁴⁾	11/18/2020	Common Stock	17,551
Restricted Stock Unit	⁽⁵⁾					⁽⁶⁾	⁽⁶⁾	Common Stock	5,000
Restricted Stock Unit	⁽⁵⁾					⁽⁷⁾	⁽⁷⁾	Common Stock	8,776

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAPPAS HARRIS J 13111 NORTHWEST FREEWAY SUITE 600 HOUSTON, TX 77040	X	X		

Signatures

/s/ Harris J.
Pappas

11/07/2012

__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) The grants made on April 1, 2012 and July 1, 2012 have been rescinded and the full amount of non-employee director quarterly retainer was paid in cash.
 - (2) These stock options vest ratably over four years and become fully exercisable on December 9, 2012.
 - (3) These stock options vest ratably over four years and become fully exercisable on November 19, 2013.
 - (4) These stock options vest ratably over four years and become fully exercisable on November 18, 2014.
 - (5) Each restricted stock unit represents a conditional right to receive one share of the Company's Common Stock.
 - (6) The restricted stock units vest on November 17, 2014 or as subject to the terms of the Award Agreement.
 - (7) The restricted stock units vest on November 18, 2013 or as subject to the terms of the Award Agreement.

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.