

Dave & Buster's Entertainment, Inc.
 Form 4
 October 07, 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 *
 JONES DAVID A /WI

2. Issuer Name and Ticker or Trading Symbol
 Dave & Buster's Entertainment, Inc.
 [PLAY]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 2481 MANANA DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 10/06/2015

Director 10% Owner
 Officer (give title below) Other (specify below)

DALLAS, TX 75220
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 10/06/2015 | | M | A | \$ 4.44 | 51,698 | D |
| Common Stock | 10/06/2015 | | S | D | \$ 35.6125 | 1,813 | D |
| Common Stock | 10/06/2015 | | S | D | \$ 35.6125 | 0 | I |

Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Davis Alan Kindle

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| | | | | | | | | |
|--------------|------------|---|-------|---|------------|---|---|---|
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Antonio Acosta III |
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Dillon Avery Jones |
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Hannah Jewel Jones Scherer |
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Jackson Davis Stephens |
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Turner Clark Smith |
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Tyler James Kindle |

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| | | | | | | | | |
|--------------|------------|---|-------|---|------------|---|---|--|
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO William Rhys Smith |
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Madeline Grace Stephens |
| Common Stock | 10/06/2015 | S | 1,786 | D | \$ 35.6125 | 0 | I | Held by the David A Jones 2013 Grandchildren's Trust Dated 6/30/2013 FBO Madison Alena Jones |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 4.44 | 10/06/2015 | | M | 49,885 | <u>(1)</u> 06/01/2020 | Common Stock | 49,885 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| JONES DAVID A /WI 2481 MANANA DRIVE DALLAS, TX 75220 | | X | | |

Signatures

Jay L. Tobin,
Attorney-in-Fact

10/07/2015

__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) All of the shares subject to the option have previously vested.

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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