NOBLE ROMANS INC

Form 4 May 22, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

ee Instruction 30(II) of the Investment

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Grunat Mitchell | | | 2. Issuer Name and Ticker or Trading Symbol NOBLE ROMANS INC [NROM] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|----------|--|--|--|--|--|--|
| (Last) | (First) | (Middle) 3. Date of Earliest Transaction | | Director 10% Owner Other (specify below) below) VP of Franchise Services 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| 2 OAK PARK CT | | | (Month/Day/Year) 05/20/2015 | | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | |
| NOVATO, O | CA 94945 | | | Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acc | quired, Disposed of, or Beneficially Owned | | | |

| (2) | Table | e I - Non-De | erivative S | Securi | ties Ac | quirea, Disposea | of, or Beneficia | lly Owned |
|---------------------|---|--|---|---|--|---|---|---|
| 2. Transaction Date | 2A. Deemed | 3. | 4. Securi | ties | | 5. Amount of | 6. Ownership | 7. Nature of |
| (Month/Day/Year) | TransactionAcquired (A) or | | | | Securities | Form: Direct | Indirect | |
| | any | Code | Disposed | d of (D |)) | Beneficially | (D) or | Beneficial |
| | (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) | | 5) | Owned | Indirect (I) | Ownership | | |
| | • | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | () | | Reported | | |
| | | | | | | Transaction(s) | | |
| | | C-1- V | A | | D | (Instr. 3 and 4) | | |
| | | Code v | Amount | (D) | Price | | | |
| | | | | | \$ | | | |
| 05/20/2015 | | S | 600 | D | Ψ 2.2 | 29,400 | D | |
| | | | | | 2.2 | | | |
| | 2. Transaction Date (Month/Day/Year) | 2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year) | 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 8) Code V | 2. Transaction Date 2A. Deemed 3. 4. Securion Manth/Day/Year) Execution Date, if any Code Disposed (Month/Day/Year) (Instr. 8) (Instr. 3, Code V Amount | 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if any Code Disposed of (D. (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and Or Code V Amount (D) | 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price | 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of (Month/Day/Year) Execution Date, if any Code Disposed of (D) Beneficially (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following Reported Transaction(s) (Instr. 3 and 4) | 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership |

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.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of | 2. | 3. Transaction Date | | 4. | 5. | 6. Date Exerc | | 7. Title | | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|------------|----------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | onNumber | Expiration D | ate | Amour | | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underl | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | · | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | ,) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | |
| | | | | | | Exercisable | Date | Title | Number | | |
| | | | | | | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Grunat Mitchell

2 OAK PARK CT VP of Franchise Services

NOVATO, CA 94945

Signatures

Mitchell Grunat 05/22/2015

**Signature of Date Reporting Person

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. 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.

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