SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Add Green Jona	2. Date of Event Requiring State Month/Day/Yea 11/15/2018	ment	3. Issuer Name and Ticker or Trading Symbol <u>Waitr Holdings Inc.</u> [WTRH]								
(Last) (First) (Middle) C/O WAITR HOLDINGS INC. 844 RYAN STREET, SUITE 300				4. Relationship of Reporting Perso (Check all applicable) X Director		10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street) LAKE CHARLES	LA	70601				Officer (give title below)	Other (spe below)	cify	Appli	cable Line) Form filed by	/Group Filing (Check / One Reporting Person / More than One erson
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)						nt of Securities ally Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock						54,109	Ι		See footnote ⁽¹⁾		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)			3. Title and Amount of Securiti Underlying Derivative Security		4. Convei or Exei	ersion ercise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	n Title		Amount or Number of Shares	Price o Derivat Securit	tive	Direct (D) or Indirect (I) (Instr. 5)	
Warrants			(2)	(2)		Common Stock	374,291	(2)		Ι	See footnote ⁽¹⁾

Explanation of Responses:

1. Securities held directly by Lugard Road Master Capital Master Fund (""Lugard Road Master""). The Reporting Person is a managing member and controlling person of Lugard Road Capital GP, LLC, the general partner of Lugard Road Master, and therefore may be deemed to beneficially own the securities held by Lugard Road Master. Mr. Green disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest he may have therein, directly or indirectly.

2. Each warrant is exercisable at any time for one-half of one share of the Issuer's common stock at a price of \$5.75 per one-half share (\$11.50 per whole share) and expires November 15, 2023.

Remarks:

See Exhibit 24.1 - Power of Attorney

/s/ Joel L. Rubinstein,

11/19/2018

<u>Attorney-in-Fact</u> ** Signature of Reporting Person

on Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

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 Number.

POWER OF ATTORNEY

The undersigned constitutes and appoints Joel Rubinstein, Elliott Smith, Jerilyn Laskie and Travis Cherry, or any of them acting singly, as the undersigned's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, to:

1. prepare, sign, and submit to the U.S. Securities and Exchange Commission (the "<u>SEC</u>") on its Electronic Data Gathering, Analysis, and Retrieval ("<u>EDGAR</u>") Filer Management website a Form ID application, including any amendments and exhibits thereto, and any other related documents as may be necessary or appropriate, to obtain from the SEC access codes to permit filing on the SEC's EDGAR system, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done as required by any rule or regulation of the SEC and the EDGAR Filer Manual as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof; and

2. sign any and all SEC statements of beneficial ownership of securities of Landcadia Holdings, Inc. (the "<u>Company</u>") on Schedule 13D as required under Section 13 and Forms 3, 4 and 5 as required under Section 16(a) of the Securities Exchange Act of 1934, as amended, and any amendments thereto, and to file the same with all exhibits thereto, and other documents in connection therewith, with the SEC, the Company and any stock exchange on which any of the Company's securities are listed, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done under said Section 13 and Section 16(a), as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof.

A copy of this power of attorney shall be filed with the SEC. The authorization set forth above shall continue in full force and effect until the undersigned revokes such authorization by written instructions to the attorneys-in-fact.

The authority granted hereby shall in no event be deemed to impose or create any duty on behalf of the attorneys-in-fact with respect to the undersigned's obligations to file a Form ID, Schedule 13Ds and Forms 3, 4 and 5 with the SEC.

Dated: November 8, 2018

/s/ Jonathan Green Jonathan Green