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

<u>Yurecko Jeff</u>	Date of Event Requiring Staten Month/Day/Year 04/01/2019	nent	3. Issuer Name and Ticker or Trading Symbol Waitr Holdings Inc. [WTRH]				
(Last) (First) (Middle) C/O WAITR HOLDINGS INC.			4. Relationship of Reporting Perso (Check all applicable) Director	n(s) to Issuer 10% Owner Other (specify		5. If Amendment, Date of Original Filed (Month/Day/Year)	
844 RYAN STREET, SUITE 300 (Street) LAKE LA 70601 			X Officer (give title below) Chief Financial C	below)	í 6.	pplicable Line) X Form filed b	/Group Filing (Check y One Reporting Person y More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)	
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 Securit Underlying Derivative Security		4. Conversion or Exercise Price of	se Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Amount Price of or Security Number of of Shares		Direct (D) or Indirect (I) (Instr. 5)		
Deferred Stock Units	(1)	(1)	Common Stock	55,082	(1)	D	
Options	(2)	(3)	Common Stock	40,984	12.2	D	

Explanation of Responses:

1. On January 17, 2019, the Issuer consummated the acquisition (the "Acquisition") of BiteSquad.com, LLC ("Bite Squad"), pursuant to an Agreement and Plan of Merger, dated as of December 11, 2018 (the "Merger Agreement"), by and among the Issuer, Bite Squad and Wingtip Merger Sub, Inc., a Delaware corporation and wholly-owned subsidiary of the Issuer. Pursuant to the Merger Agreement, the Reporting Person has the right to receive 55,082 shares of the Issuer's common stock six months from the closing of the Acquisition, subject to the Reporting Person's continued employment with the Issuer through such date. The closing price of the Issuer's common stock was \$11.95 on the effective date of the Acquisition.

2. One-third of the options will vest and become exercisable on each of the first, second and third anniversaries of February 1, 2019.

3. The options will generally expire on the tenth anniversary of February 1, 2019, subject to earlier expiration upon termination of the Reporting Person's employment with the Issuer.

Remarks:

/s/ Annette L. Finch, Attorney-04/05/2019 in-Fact

** Signature of Reporting Person 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.