

DEVOS RONALD G  
Form 4  
November 17, 2004

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**DEVOS RONALD G**

(Last) (First) (Middle)

**NATHAN'S FAMOUS, INC., 1400  
OLD COUNTRY ROAD**

(Street)

**WESTBURY, NY 11590**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**NATHANS FAMOUS INC [NATH]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/15/2004**

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)

VP-Finance, CFO & Sec.

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)
			Code	V Amount (A) or (D) Price			
Common Stock	11/15/2004		M	8,225 A \$ 4.81	8,225	D	
Common Stock	11/15/2004		S	8,225 D \$ 6.65	0	D	
Common Stock	11/16/2004		M	1,775 A \$ 4.81	1,775	D	
Common Stock	11/16/2004		M	12,500 A \$ 3.2	14,275	D	
Common Stock	11/16/2004		S	8,000 D \$ 6.701	6,275	D	

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Common Stock      11/16/2004      S      6,275      D      \$ 6.7      0      D

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

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SEC 1474  
(9-02)

**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)
				Code	V (A) (D)	Date Exercisable      Expiration Date	Title      Amount or Number of Shares
1992 Stock Option Plan (Right to Buy)	\$ 4.81	11/15/2004		M	8,225	01/04/1999      01/03/2005	Common Stock      8,225
1992 Stock Option Plan (Right to Buy)	\$ 4.81	11/16/2004		M	1,775	01/04/1999      01/03/2005	Common Stock      1,775
2001 Stock Option Plan (Right to Buy)	\$ 3.2	11/16/2004		M	12,500	10/31/2004      10/30/2006	Common Stock      12,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

DEVOS RONALD G  
NATHAN'S FAMOUS, INC.  
1400 OLD COUNTRY ROAD  
WESTBURY, NY 11590

VP-Finance,  
CFO & Sec.

## Signatures

/s/ Ronald  
DeVos

11/17/2004

\_\_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) Does not include options to purchase 15,000 shares under the 2001 Stock Option Plan, 50,000 shares under the 1998 Stock Option Plan and 17,500 shares under the 1992 Stock Option Plan.

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