

Kanen David
Form 4
February 14, 2018

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 *
Kanen David

(Last) (First) (Middle)

10141 SWEET BAY COURT

(Street)

PARKLAND, FL 33076

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

ONE Group Hospitality, Inc. [STKS]

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

12/29/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Passive Investor

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	01/17/2018		P	3,700 A \$ 2.23	2,692,697	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	01/18/2018		P	4,128 A \$ 2.2287	2,696,825	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	01/19/2018		P	100,700 A \$ 2.23	2,797,525	I	Kanen Wealth Management LLC ⁽¹⁾

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Common Stock	01/26/2018	P	5,393	A	\$ 2.2175	2,802,918	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	01/29/2018	P	4,800	A	\$ 2.22	2,807,718	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	01/31/2018	P	4,500	A	\$ 2.2191	2,812,218	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	02/01/2018	P	31,900	A	\$ 2.2091	2,844,118	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	02/05/2018	P	11,400	A	\$ 2.197	2,855,518	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	02/06/2018	P	6,000	A	\$ 2.3098	2,861,518	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	02/08/2018	P	202	A	\$ 2.23	2,861,720	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	02/09/2018	P	701	A	\$ 2.23	2,862,421	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock	02/12/2018	P	852	A	\$ 2.23	2,863,273	I	Kanen Wealth Management LLC ⁽¹⁾
Common Stock						1,845,000 ⁽²⁾	I	The Philotimo Fund LLC
Common Stock						18,921 ⁽²⁾	D	

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

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displays a currently valid OMB control number.

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kanen David 10141 SWEET BAY COURT PARKLAND, FL 33076		X		Passive Investor
Kanen Wealth Management LLC 10141 SWEET BAY COURT PARKLAND, FL 33076		X		Passive Investor
Philotimo Fund, LP 5850 CORAL RIDGE DRIVE, SUITE 309 CORAL SPRINGS, FL 33076		X		Passive Investor

Signatures

/s/ David L. Kanen	02/14/2018
**Signature of Reporting Person	Date
/s/ Kanen Wealth Management LLC By: David L. Kanen, Managing Member	02/14/2018
**Signature of Reporting Person	Date
/s/ The Philotimo Fund By: David L. Kanen	02/14/2018
**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) Kanen Wealth Management LLC ("KWM") does not have a pecuniary interest in the shares of Common Stock held in customer accounts managed by KWM.

Mr. Kanen beneficially owns 4,727,194 shares of Common Stock, which represent approximately 17.5% of the Company's outstanding shares of Common Stock. Mr. Kanen, as the managing member of KWM, may be deemed to beneficially own the 2,863,273 shares of

- (2) Common Stock held in customer accounts managed by KWM (including the 18,921 shares held in Mr. Kanen's account) and the 1,845,000 shares of Common Stock held by The Philotimo Fund LLC, of which KWM is the general partner. Mr. Kanen expressly disclaims such beneficial ownership except to the extent of his pecuniary interest therein. Mr. Kanen does not have a pecuniary interest in the shares of Common Stock held in customer accounts managed by KWM other than the shares held in Mr. Kanen's account.

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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