

Chan Kin
Form 4
September 14, 2018

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Chan Kin

(Last) (First) (Middle)

UNIT 601-2, 6TH FLOOR, ST.
GEORGE'S BUILDING, 2 ICE
HOUSE ST.

(Street)

CENTRAL, K3 00000

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ONE Group Hospitality, Inc. [stks]

3. Date of Earliest Transaction
(Month/Day/Year)
09/13/2018

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)

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)
Common Stock, par value \$0.0001 per share	09/13/2018		X	60,000 (1)	A \$ 1.63 180,000	I	By ASM Co-Investment Term Trust I (2)
Common Stock, par value \$0.0001 per share	09/13/2018		X	260,000 (1)	A \$ 1.63 780,000	I	By ASM Connaught House Fund LP (2)
	09/13/2018		X		A 540,000	I	

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Common Stock, par value \$0.0001 per share	180,000 <u>(1)</u>	\$ 1.63	By ASM Connaught House (Master) Fund II LP <u>(2)</u>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Number Shares
Warrants	\$ 1.63	09/13/2018		X		60,000		05/15/2018	05/15/2023	Common Stock	60,000
Warrants	\$ 1.63	09/13/2018		X		260,000		05/15/2018	05/15/2023	Common Stock	260,000
Warrants	\$ 1.63	09/13/2018		X		180,000		05/15/2018	05/15/2023	Common Stock	180,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Chan Kin UNIT 601-2, 6TH FLOOR ST. GEORGE'S BUILDING, 2 ICE HOUSE ST. CENTRAL, K3 00000	X

Signatures

Kin Chan

09/14/2018

**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) Represents shares of common stock acquired through the exercise of warrants on September 3, 2018 at a price of \$1.63 per share.

(2) Argyle Street Management Limited is the investment manager of each of ASM Co-Investment Term Trust I, ASM Connaught House Fund LP and ASM Connaught House (Master) Fund II LP. Kin Chan is the Chief Investment Officer of Argyle Street Management.

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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