

Del Frisco's Restaurant Group, Inc.  
 Form 4  
 December 11, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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 \*  
 GRAYKEN JOHN P

2. Issuer Name and Ticker or Trading Symbol  
 Del Frisco's Restaurant Group, Inc.  
 [DFRG]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 2711 NORTH HASKELL AVENUE, SUITE 1700  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/10/2013

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

DALLAS, TX 75204

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 (D) Price			
Common Stock	12/10/2013		S	6,194,667 D \$ 18.525	0	I	See footnote (1)

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 displays a currently valid OMB control number.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: Del Frisco's Restaurant Group, Inc. - Form 4

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 Following Transaction (Instr. 5)
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	---

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAYKEN JOHN P 2711 NORTH HASKELL AVENUE SUITE 1700 DALLAS, TX 75204		X		
Lone Star Management Co. V, Ltd. WASHINGTON MALL, SUITE 304 7 REID STREET HAMILTON, HM11, B2 Bermuda		X		
Lone Star Partners V, L.P. WASHINGTON MALL, SUITE 304 7 REID STREET HAMILTON, HM11, B2 Bermuda		X		
Lone Star Fund V (U.S.) L.P. 2711 NORTH HASKELL AVENUE SUITE 1700 DALLAS, TX 75204		X		
LSF5 COI Holdings, LLC 2711 NORTH HASKELL AVENUE SUITE 1700 DALLAS, TX 75204		X		
LSF5 Wagon Holdings, LLC 2711 NORTH HASKELL AVENUE SUITE 1700 DALLAS, TX 75204		X		

## Signatures

/s/ Michael D. Thomson, attorney-in-fact for John P. Grayken	12/10/2013
__Signature of Reporting Person	Date
/s/ Marc L. Lipshy, Vice President of Lone Star Management Co. V, Ltd.	12/10/2013
__Signature of Reporting Person	Date
/s/ Marc L. Lipshy, Vice President of Lone Star Management Co. V, Ltd., the general partner of Lone Star Partners V, L.P.	12/10/2013
__Signature of Reporting Person	Date
/s/ Marc L. Lipshy, Vice President of Lone Star Management Co. V, Ltd., the general partner of Lone Star Partners V, L.P., the general partner of Lone Star Fund V (U.S.) L.P.	12/10/2013
__Signature of Reporting Person	Date
/s/ Kyle Volluz, Vice President of LSF5 COI Holdings, LLC	12/10/2013
__Signature of Reporting Person	Date
/s/ Kyle Volluz, Vice President of LSF5 Wagon Holdings, LLC	12/10/2013
__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).

The shares that were sold were held directly by LSF5 Wagon Holdings, LLC ("Wagon"). John P. Grayken controls and is the sole owner of Lone Star Management Co. V, Ltd., which controls and is the general partner of Lone Star Partners V, L.P., which controls and is the general partner of Lone Star Fund V (U.S.) L.P., which controls LSF5 COI Holdings, LLC, which is the sole owner of Wagon. Each of the reporting persons disclaimed beneficial ownership of the shares except to the extent of such reporting person's pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.