

# 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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |          |   |  |  |  |  |  |
|---|---------|----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person *<br>SPITCAUSKY LARRY |         |          | 2. Issuer Name and Ticker or Trading Symbol<br>Chanticleer Holdings, Inc. [BURG]        |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |  |
| (Last)  | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/13/2017                          |  |  |  |  |  |
| 7621 LITTLE AVENUE, SUITE 414                                 |         |          |   |  |  |  |  |  |
| (Street)  |         |          | 4. If Amendment, Date Original Filed (Month/Day/Year)                                   |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |  |  |
| CHARLOTTE, NC 28226   |         |          |   |  |  |  |  |  |
| (City)  | (State) | (Zip)    | <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |  |  |  |  |  |

| 1. Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            |         | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Beneficial Ownership<br>(Instr. 4)  |
|------------------------------------|---|---|-----------------------------------|---|--|------------|---------|--|---|--|
|                                    |   |   | Code                              | V | Amount   | (A) or (D) | Price   |  |   |  |
| Common Stock                       | 01/18/2018                              |   | W                                 | V | 10,000<br><a href="#">(1)</a>  | D          | \$ 0    | 0  | I   | By Beverly Sue Spitcaufsky Trust   |
| Common Stock                       | 01/18/2018                              |   | W                                 | V | 5,000<br><a href="#">(1)</a>   | A          | \$ 0    | 5,000  | I   | By Larry Spitcaufsky and Nancy Eisner TTEE The Nancy Spitcaufsky Eisner Trust U/A DTD 10/19/1987 |
| Common Stock                       | 01/18/2018                              |   | W                                 | V | 5,000<br><a href="#">(1)</a>   | A          | \$ 0    | 16,738   | I   | By Larry S. Spitcaufsky Trust  |
| Common Stock                       | 12/13/2017                              |   | A                                 |   | 4,689<br><a href="#">(3)</a>   | A          | \$ 0    | 74,689   | I   | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88               |
| Common Stock                       | 05/17/2018                              |   | S                                 |   | 2,000  | D          | \$ 3.35 | 102,689 <a href="#">(2)</a>  | I   | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88               |
| Common Stock                       | 05/21/2018                              |   | S                                 |   | 1,000  | D          | \$ 3.19 | 101,689 <a href="#">(2)</a>  | I   | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88               |
| Common Stock                       | 05/21/2018                              |   | S                                 |   | 750  | D          | \$ 3.25 | 100,939 <a href="#">(2)</a>  | I   | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88               |
| Common Stock                       | 05/25/2018                              |   | S                                 |   | 475  | D          | \$ 3.11 | 100,464 <a href="#">(2)</a>  | I   | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky  |



|              |            |  |   |  |       |   |         |            |   |  |
|--------------|------------|--|---|--|-------|---|---------|------------|---|--|
| Common Stock | 06/05/2018 |  | S |  | 1,300 | D | \$ 3.18 | 91,689 (2) | I | Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88                           |
| Common Stock | 06/05/2018 |  | S |  | 1,000 | D | \$ 3.16 | 90,689 (2) | I | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88               |
| Common Stock | 06/05/2018 |  | S |  | 1,000 | D | \$ 3.14 | 89,689 (2) | I | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88               |
| Common Stock | 06/05/2018 |  | S |  | 1,000 | D | \$ 3.12 | 88,689 (2) | I | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88               |
| Common Stock | 06/05/2018 |  | S |  | 1,000 | D | \$ 3.10 | 87,689 (2) | I | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88               |
| Common Stock | 11/19/2018 |  | P |  | 1,262 | A | \$ 1.92 | 18,000     | I | By Larry S. Spitcaufsky Trust  |
| Common Stock | 11/20/2018 |  | P |  | 1,311 | A | \$ 1.84 | 19,311     | I | By Larry S. Spitcaufsky Trust  |
| Common Stock | 11/26/2018 |  | P |  | 689   | A | \$ 1.83 | 20,000     | I | By Larry S. Spitcaufsky Trust  |
| Common Stock | 11/19/2018 |  | P |  | 500   | A | \$ 1.90 | 5,500      | I | By Larry Spitcaufsky and Nancy Eisner TTEE The Nancy Spitcaufsky Eisner Trust U/A DTD 10/19/1987 |
| Common Stock | 11/23/2018 |  | P |  | 406   | A | \$ 1.82 | 5,906      | I | By Larry Spitcaufsky and Nancy Eisner TTEE The Nancy Spitcaufsky Eisner Trust U/A DTD 10/19/1987 |
| Common Stock | 12/06/2018 |  | P |  | 2,094 | A | \$ 1.76 | 8,000      | I | By Larry Spitcaufsky and Nancy Eisner TTEE The Nancy Spitcaufsky Eisner Trust U/A DTD 10/19/1987 |

|              |            |  |   |       |   |         |            |   |  |
|--------------|------------|--|---|-------|---|---------|------------|---|--|
| Common Stock | 12/07/2018 |  | P | 2,000 | A | \$ 1.84 | 89,689 (2) | I | By Larry S. Spitcaufsky, Trustee of the Larry Spitcaufsky Family Trust UTD 1-19-88 |
|--------------|------------|--|---|-------|---|---------|------------|---|--|

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)**

| 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) |   |     |       | 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 Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4)   |
|--|--|--------------------------------------|--|--------------------------------|---|-----|-------|--|-----------------|---|----------------------------|--|--|--|--|
|  |  |                                      |  | Code                           | V | (A) | (D)   | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |
| Warrants (right to buy)                    | \$ 0   | 01/18/2018                           |  | W                              | V |     | 1,417 | 01/31/2014   | 01/01/2019      | Common Stock  | 1,417                      | \$ 55                                      | 0  | I  | By Beverly Sue Spitcaufsky Trust (1)   |
| Warrants (right to buy)                    | \$ 0   | 01/18/2018                           |  | W                              | V |     | 1,417 | 01/31/2014   | 01/01/2019      | Common Stock  | 1,417                      | \$ 70                                      | 0  | I  | By Beverly Sue Spitcaufsky Trust (1)   |
| Warrants (right to buy)                    | \$ 0   | 01/18/2018                           |  | W                              | V |     | 709   | 01/31/2014   | 01/01/2019      | Common Stock  | 709                        | \$ 55                                      | 709  | I  | By Larry Spitcaufsky and Nancy Eisner TTEE The Nancy Spitcaufsky Eisner Trust U/A DTD 10/19/1987 (1) |
| Warrants (right to buy)                    | \$ 0   | 01/18/2018                           |  | W                              | V |     | 709   | 01/31/2014   | 01/01/2019      | Common Stock  | 709                        | \$ 70                                      | 709  | I  | By Larry Spitcaufsky and Nancy Eisner TTEE The Nancy Spitcaufsky Eisner Trust U/A DTD 10/19/1987 (1) |
| Warrants (right to buy)                    | \$ 0   | 01/18/2018                           |  | W                              | V |     | 708   | 01/31/2014   | 01/01/2019      | Common Stock  | 708                        | \$ 55                                      | 2,125  | I  | By Larry S. Spitcaufsky Trust (1)  |
| Warrants (right to buy)                    | \$ 0   | 01/18/2018                           |  | W                              | V |     | 708   | 01/31/2014   | 01/01/2019      | Common Stock  | 708                        | \$ 70                                      | 2,125  | I  | By Larry S. Spitcaufsky Trust (1)  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| SPITCAUFSKY LARRY<br>7621 LITTLE AVENUE, SUITE 414<br>CHARLOTTE, NC 28226 | X             | X         |         |       |

# Signatures

|  |                     |
|--|---------------------|
| /s/ Larry Spitaufsky                         | 12/10/2018          |
| <small>Signature of Reporting Person</small> | <small>Date</small> |

## 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 beneficiary of the Beverly Sue Spitaufsky Trust passed away in December 2017, and the shares of common stock of the Issuer and the warrants to purchase shares of common (1) stock of the Issuer owned by the Beverly Sue Spitaufsky Trust were transferred, in equal parts, to Larry S. Spitaufsky Trust and Larry Spitaufsky and Nancy Eisner TTEE The Nancy Spitaufsky Eisner Trust U/A DTD 10/19/1987 on January 18, 2018.

This amount includes the 30,000 shares of common stock owned by Larry Steve Spitaufsky TTEE Larry S Spitaufsky Family Tru U/A DTD 08/23/1995 reported on the Form 4 filed (2) by the Reporting Person on May 11, 2018. The Larry Steve Spitaufsky TTEE Larry S Spitaufsky Family Tru U/A DTD 08/23/1995 is the same trust as the Larry S. Spitaufsky, Trustee of the Larry Spitaufsky Family Trust UTD 1-19-88, though using a differently styled name. The amount indicated shows the cumulative shares owned by the trust.

(3) Shares acquired pursuant to the Issuer's director compensation policy, which permits directors to elect to receive shares of common stock of the Issuer in lieu of receiving their quarterly retainer in cash.

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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