

Bakay Berke  
Form 4  
September 03, 2009

**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 \*  
BBS CAPITAL FUND LP

2. Issuer Name and Ticker or Trading Symbol  
KONA GRILL INC [KONA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
09/01/2009

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

4975 PRESTON PARK  
BLVD., SUITE 775W

(Street)

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

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

\_\_\_\_ Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

PLANO, TX 75093

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.01 par value per share	09/01/2009		P		34,418	A	\$ 3.56 <sup>(1)</sup>
Common Stock, \$0.01 par value per share	09/02/2009		P		16,000	A	\$ 3.56 <sup>(4)</sup>
Common Stock,	09/03/2009		P		28,374	A	\$ 3.71 <sup>(3)</sup>
							955,626 <sup>(2)</sup> <sup>(3)</sup> D
							971,626 <sup>(2)</sup> <sup>(3)</sup> D
							1,000,000 <sup>(2)</sup> D

\$0.01 par value per share

(5)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (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
BBS CAPITAL FUND LP 4975 PRESTON PARK BLVD. SUITE 775W PLANO, TX 75093		X		
BBS Capital Management, LP 4975 PRESTON PARK BLVD. SUITE 775W PLANO, TX 75093		X		
BBS Capital GP, LP 4975 PRESTON PARK BLVD. SUITE 775W PLANO, TX 75093		X		
BBS Capital, LLC 4975 PRESTON PARK BLVD. SUITE 775W		X		

PLANO, TX 75093

Bakay Berke  
 4975 PRESTON PARK BLVD.  
 SUITE 775W  
 PLANO, TX 75093

X

## Signatures

/s/ Berke Bakay, manager of BBS Capital, LLC, general partner of BBS Capital GP, LP, general partner of BBS Capital Fund, LP	09/03/2009
__Signature of Reporting Person	Date
/s/ Berke Bakay, manager of BBS Capital, LLC, general partner of BBS Capital Management, LP	09/03/2009
__Signature of Reporting Person	Date
/s/ Berke Bakay, manager of BBS Capital, LLC, general partner of BBS Capital GP, LP	09/03/2009
__Signature of Reporting Person	Date
/s/ Berke Bakay, manager of BBS Capital, LLC	09/03/2009
__Signature of Reporting Person	Date
/s/ Berke Bakay	09/03/2009
__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) Price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.49 to \$3.61, inclusive. The reporting persons undertake to provide Kona Grill, Inc. (the "Issuer"), any securityholder of the Issuer, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in the footnotes 1, 4 and 5 to this Form 4.
 

The filing of this Form 4 shall not be construed as an admission that BBS Capital Management, LP ("BBS Management"), BBS Capital GP, LP ("BBS GP"), BBS Capital, LLC ("BBS Capital") or Mr. Berke Bakay are or were for the purposes of Section 16(a) of the Securities Exchange Act of 1934, as amended, or otherwise the beneficial owner of any of the shares of common stock, par value \$0.01 per share ("Common Stock"), of the Issuer owned by BBS Capital Fund, LP (the "Fund"). Mr. Bakay, BBS GP, BBS Management and BBS Capital each disclaim any such beneficial ownership except to the extent of their pecuniary interest.
  - (2) The Fund beneficially owns 1,000,000 shares of Common Stock of the Issuer as of the close of business on September 3, 2009. BBS GP, as general partner of the Fund, BBS Capital, as the general partner of BBS GP, and Mr. Bakay may be deemed to have an indirect pecuniary interest in such shares due to the performance allocation from the Fund and their direct or indirect partnership interests in the Fund. BBS Management, as investment manager to the Fund receives an asset-based management fee from the Fund and, therefore, has no pecuniary interest.
  - (3) The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.37 to \$3.67, inclusive.
  - (4) The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.60 to \$3.75, inclusive.

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.