

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* Roberson Mark Daniel		2. Issuer Name and Ticker or Trading Symbol Chanticleer Holdings, Inc. [HOTR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chief Operating Officer						
(Last) (First) (Middle) 7621 LITTLE AVENUE, SUITE 414		3. Date of Earliest Transaction (Month/Day/Year) 12/28/2016		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person						
(Street) CHARLOTTE, NC 28226		4. If Amendment, Date Original Filed (Month/Day/Year)								
(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								16,663	D	
Series 1 Preferred Stock (1)	12/28/2016		P		100	A	\$ 13.5 (3)	100	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 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)		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 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
Series 1 Warrants (2)	\$ 13.5 (7)	12/28/2016		A		100		(4)	(5)	Common Stock	1,000 (6)	\$ 13.5 (3)	100	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roberson Mark Daniel 7621 LITTLE AVENUE, SUITE 414 CHARLOTTE, NC 28226			Chief Operating Officer	

Signatures

/s/ Mark D. Roberson
Date: 12/28/2016

**Signature of Reporting Person

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) This Series 1 Preferred Stock was purchased as part of a rights offering to purchase units, each consisting of one Series 1 Preferred Share and one Series 1 Warrant.
- (2) These Series 1 Warrants were purchased as part of a rights offering to purchase units, each consisting of one Series 1 Preferred Share and one Series 1 Warrant.
- (3) This purchase price is for the total number of units purchased.
- (4) These warrants are exercisable at any time at any time and from time to time on or before the seventh anniversary of the date of issuance.
- (5) These warrants expire in accordance with their terms and no later than on the seventh anniversary of their issue date.
- (6) Each Series 1 Warrant is exercisable into 10 shares of common stock.
- (7) The price is paid by surrendering one share of Series 1 Preferred stock.

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.