

Jundt Marcus E
Form 3
August 15, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

^ Jundt Marcus E

(Last) (First) (Middle)

301 CARLSON PARKWAY,
SUITE 120

(Street)

MINNETONKA, ^ MN ^ 55305

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

08/15/2005

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

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner

☒ Officer ☐ Other

(give title below) (specify below)

Chairman of the Board

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

135,134 ⁽¹⁾

D

^

Common Stock

5,400 ⁽¹⁾

I

By Trust ⁽²⁾

Common Stock

5,400 ⁽¹⁾

I

By Trust ⁽³⁾

Common Stock

500,000 ⁽⁴⁾

I

By Kona MN, LLC ⁽⁵⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Director Stock Option (Right to Buy)	Â <u>(6)</u>	01/28/2015	Common Stock	60,000	\$ 6	D	Â
Common Stock Warrants (Right to Buy)	Â <u>(7)</u>	07/30/2009	Common Stock	200,000	\$ 5	I	By Kona MN, LLC <u>(5)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jundt Marcus E 301 CARLSON PARKWAY, SUITE 120 MINNETONKA, MN 55305	X		Chairman of the Board	

Signatures

Mark S. Robinow, as
attorney-in-fact

08/15/2005

 **Signature of Reporting Person

Date _____

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Assumes the conversion of shares of the Issuer's Series A Convertible Preferred Stock into shares of the Issuer's Common Stock on a 1-for-5 basis immediately prior to the closing of the Issuer's initial public offering.
- (2) The shares are held by the James R. Jundt Irrevocable Trust for Katharine Grace Jundt dated 12/19/95.
- (3) The shares are held by James R. Jundt Irrevocable Trust for Maxwell James Jundt dated 10/10/97.
- (4) Assumes the conversion of all principal amounts outstanding under the Issuer's convertible subordinated promissory note into shares of the Issuer's Series B Convertible Preferred Stock, and the conversion of such shares of the Issuer's Series B Convertible Preferred Stock into 500,000 shares of the Issuer's Common Stock, immediately prior to the closing of the Issuer's initial public offering.
- (5) The shares are held by Kona MN, LLC, of which the reporting person is a control person.
- (6) The option is fully vested and exercisable.
- (7) The warrant is exercisable immediately.

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.