

KONA GRILL INC  
Form SC 13G  
February 15, 2018

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO § 240.13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO § 240.13d-2

(Amendment No. \_\_\_\_ )\*

**Kona Grill, Inc.**

(Name of Issuer)

Common Stock, \$.01 par value

(Title of Class of Securities)

50047 H 201

(CUSIP Number)

December 27, 2017

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to \*the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 50047 H 201 13G Page 2 of 5  
Pages

NAME OF REPORTING PERSONS

1

Seyit Ali Gunduz

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) "

2

(b) "

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Turkey

SOLE VOTING POWER

NUMBER OF 5

SHARES 583,842  
SHARED VOTING POWER

BENEFICIALLY 6

OWNED BY 0  
EACH SOLE DISPOSITIVE POWER

REPORTING 7

PERSON 583,842  
SHARED DISPOSITIVE POWER

WITH 8

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

583,842

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

**10**

..

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**11**

5.8%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

**12**

IN

CUSIP No. 50047 H 201 13G Page 3 of 5  
Pages

Item 1(a). Name of Issuer:

Kona Grill, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

15059 North Scottsdale Road, Suite 300, Scottsdale, AZ 85254

Item 2(a). Name of Person Filing:

Seyit Ali Gunduz

Item 2(b). Address of Principal Business Office, or if none, Residence:

SRG PLAZA GOKALP MAH. 39. SOKAK

NO:17, ZEYTINBURNU

ISTANBUL-TURKEY 34420

Item 2(c). Citizenship:

Turkey

Item 2(d). Title of Class of Securities:

Common Stock, \$.01 par value

Item 2(e). CUSIP Number:

50047 H 201

Item 3. If This Statement is Filed Pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) "Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) "Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) "Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) "Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) "An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) "An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) "A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) "A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

CUSIP No. 50047 H 201 13G Page 4 of 5  
Pages

(i) ..A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);

(j) "A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);

(k)"Group, in accordance with ' 240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

\_\_\_\_\_.

#### Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

583,842 shares of Common

(b) Percent of class:

5.8%

(Based upon the Issuer's most recently filed Form 10-Q, the Issuer has 10,104,980 shares outstanding as of October 31, 2017.)

(c) Number of shares as to which such person has:

Seyit Ali Gunduz has sole voting and dispositive power of 583,842 shares of Common Stock.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following: ..

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

N/A



CUSIP No. 50047 H 201 13G Page 5 of 5  
Pages

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

N/A

Item 8. Identification and Classification of Members of the Group.

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certifications.

(a) Not applicable

(b) Not applicable

(c) By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of

Edgar Filing: KONA GRILL INC - Form SC 13G

the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2018

By: /s/ Seyit Ali Gunduz  
Seyit Ali Gunduz