

STILLER ROBERT P
Form SC 13G/A
May 04, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 8)*

NOBLE ROMAN'S, INC.

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

655107100

(CUSIP Number)

May 3, 2012

(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 ("Act") 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 . 655107100

NAME OF REPORTING PERSONS

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Robert P. Stiller

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.

NUMBER OF **5** SOLE VOTING POWER 3,669,240

SHARES BENEFICIALLY **6** SHARED VOTING POWER Not applicable

OWNED BY EACH **7** SOLE DISPOSITIVE POWER 3,669,240

REPORTING

PERSON

8 SHARED DISPOSITIVE POWER Not applicable

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,669,240

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 18.83%(1)

12 TYPE OF REPORTING PERSON IN

(1) Based on number of shares outstanding as of April 4, 2012 as reported on Form DEF 14A filed by the Issuer on April 16, 2012

CUSIP No . 655107100

Item 1(a). Name of Issuer:

Noble Roman's, Inc.

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

One Virginia Avenue, Suite 300
Indianapolis, Indiana 46204

Item 2(a). Name of Person Filing:

Robert P. Stiller

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

c/o Sunrise Management Services, LLC

PO Box 2263

S. Burlington, VT 05407

Item 2(c). Citizenship:

U.S.

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

Common Stock, no par value

Item 2(e). CUSIP Number:

655107100

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) o Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e) o An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);

- (f) o An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) o A parent holding company or control person in accordance with §240.13d-1(b)(ii)(G);
- (h) o A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) o 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) o Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

Ownership information is provided as of December 31, 2010.

- (a) Amount beneficially owned:

3,669,240

- (b) Percent of class:

18.83% (Based on number of shares outstanding as of April 4, 2012 as reported on Form DEF 14A filed by the Issuer on April 16, 2012)

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

- (i) Sole power to vote or to direct the vote

3,669,240

- (ii) Shared power to vote or to direct the vote

Not applicable

- (iii) Sole power to dispose or to direct the disposition of

3,669,240

- (iv) Shared power to dispose or to direct the disposition of

Not applicable

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

Not applicable.

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

Not applicable.

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

Not applicable.

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

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

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 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.

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.

Date: May 4, 2012

Signature: /s/ Robert P. Stiller

Name: Robert P. Stiller

