

Good Times Restaurants Inc.
Form SC 13D/A
October 19, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Amendment No. 2

Under the Securities Exchange Act of 1934

Good Times Restaurants Inc.

(Name of Issuer)

Common Stock, par value \$0.001 per share

(Title of Class of Securities)

382140879

(CUSIP Number)

	<i>with a copy to:</i>
Delta Partners, LP	Gardere Wynne Sewell LLP
265 Franklin Street, Suite 903	2021 McKinney Ave., Suite 1600
Boston, MA 02110	Dallas, Texas 75201
Attn: Charles Jobson	Attn: Evan Stone
Tel: (617) 526-8960	Tel: (214) 999-4906

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

October 19, 2017

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box:

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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. Page 2 of 24
382140879

Name of
1 Reporting Person:
**Delta Partners,
LP**

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)
(a)
(b)

3 SEC Use Only

Source of Funds
4 (See Instructions):
AF

Check if
Disclosure of
5 Legal Proceedings
Is Required
Pursuant to Items
2(d) or (2)

Citizenship or
6 Place of
Organization
Delaware

Number
of
Shares
Beneficially
Owned Sole Voting
7 Power
by 0
Each
Reporting
Person
With

8 Shared Voting
Power

901,586*

9 Sole
Dispositive
Power
0

10 Shared
Dispositive
Power
901,586*

11 Aggregate
Amount
Beneficially
Owned by Each
Reporting Person
901,586*

12 Check if the
Aggregate
Amount in Row
(11) Excludes
Certain Shares
(See Instructions)

13 Percent of Class
Represented by
Amount in Row
(11)
7.3%**

14 Type of Reporting
Person (See
Instructions)
PN

* Represents shares directly held by Prism Offshore Fund, Ltd. Delta Partners, LP is the investment manager of Prism Offshore Fund, Ltd.

Based on 12,427,280 shares of Common Stock outstanding as of August 11, 2017, as reported in the Issuer's
** Quarterly Report on Form 10-Q for the fiscal quarter ended June 27, 2017, filed with the Securities and Exchange Commission on August 11, 2017.

CUSIP

No. Page 3 of 24
382140879

Name of
1 Reporting Person:
**Delta Partners
GP, LLC**

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)
(a)
(b)

3 SEC Use Only

Source of Funds
4 (See Instructions):
AF

Check if
Disclosure of
5 Legal Proceedings
Is Required
Pursuant to Items
2(d) or (2)

Citizenship or
Place of
6 Organization
Delaware

Number
of
Shares
Beneficially
Owned, Sole Voting
7 Power
by 0
Each
Reporting
Person
With

8 Shared Voting
Power

901,586*

9 Sole
Dispositive
Power
0

10 Shared
Dispositive
Power
901,586*

11 Aggregate
Amount
Beneficially
Owned by Each
Reporting Person
901,586*

12 Check if the
Aggregate
Amount in Row
(11) Excludes
Certain Shares
(See Instructions)

13 Percent of Class
Represented by
Amount in Row
(11)
7.3%**

14 Type of Reporting
Person (See
Instructions)
OO

* Represents shares directly held by Prism Offshore Fund, Ltd. Delta Partners, LP is the investment manager of Prism Offshore Fund, Ltd.

Based on 12,427,280 shares of Common Stock outstanding as of August 11, 2017, as reported in the Issuer's
** Quarterly Report on Form 10-Q for the fiscal quarter ended June 27, 2017, filed with the Securities and Exchange Commission on August 11, 2017.

CUSIP

No. Page 4 of 24
382140879

Name of
1 Reporting Person:
**Prism Partners,
L.P.**

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)
(a)
(b)

3 SEC Use Only

Source of Funds
4 (See Instructions):
WC

Check if
Disclosure of
5 Legal Proceedings
Is Required
Pursuant to Items
2(d) or (2)

Citizenship or
Place of
6 Organization
Delaware

Number
of
Shares
Beneficially
Owned, Sole Voting
7 Power
by 0
Each
Reporting
Person
With

8 Shared Voting
Power

1,363,440

9 Sole
Dispositive
Power
0

10 Shared
Dispositive
Power
1,363,440

11 Aggregate
Amount
Beneficially
Owned by Each
Reporting Person
1,363,440

12 Check if the
Aggregate
Amount in Row
(11) Excludes
Certain Shares
(See Instructions)

13 Percent of Class
Represented by
Amount in Row
(11)
11.0%*

14 Type of Reporting
Person (See
Instructions)
PN

Based on 12,427,280 shares of Common Stock outstanding as of August 11, 2017, as reported in the Issuer's
*Quarterly Report on Form 10-Q for the fiscal quarter ended June 27, 2017, filed with the Securities and Exchange
Commission on August 11, 2017.

CUSIP

No. Page 5 of 24
382140879

Name of
Reporting Person:

1 **Delta Growth
Master Fund
L.P.**

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)

(a)
(b)

3 SEC Use Only

Source of Funds

4 (See Instructions):
WC

Check if
Disclosure of
5 Legal Proceedings
Is Required
Pursuant to Items
2(d) or (2)

Citizenship or
6 Place of
Organization
Cayman Islands

Number
of
Shares
Beneficially
Owned Sole Voting
7 Power
by 0
Each
Reporting
Person
With

Shared Voting
Power

6,200

Sole
9 Dispositive
Power
0

Shared
10 Dispositive
Power
6,200

Aggregate
Amount
Beneficially
11 Owned by Each
Reporting Person
6,200

Check if the
Aggregate
12 Amount in Row
(11) Excludes
Certain Shares
(See Instructions)

Percent of Class
Represented by
13 Amount in Row
(11)
Less than 1%*

Type of Reporting
Person (See
14 Instructions)
OO

Based on 12,427,280 shares of Common Stock outstanding as of August 11, 2017, as reported in the Issuer's
*Quarterly Report on Form 10-Q for the fiscal quarter ended June 27, 2017, filed with the Securities and Exchange
Commission on August 11, 2017.

CUSIP

No. Page 6 of 24
382140879

Name of
1 Reporting Person:
**Delta Advisors,
LLC**

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)
(a)
(b)

3 SEC Use Only

Source of Funds
4 (See Instructions):
AF

Check if
Disclosure of
5 Legal Proceedings
Is Required
Pursuant to Items
2(d) or (2)

Citizenship or
Place of
6 Organization
Delaware

Number
of
Shares
Beneficially
Owned Sole Voting
7 Power
by 0
Each
Reporting
Person
With

8 Shared Voting
Power

1,369,640*

9 Sole
Dispositive
Power
0

10 Shared
Dispositive
Power
1,369,640*

11 Aggregate
Amount
Beneficially
Owned by Each
Reporting Person
1,369,640*

12 Check if the
Aggregate
Amount in Row
(11) Excludes
Certain Shares
(See Instructions)

13 Percent of Class
Represented by
Amount in Row
(11)
11.0%**

14 Type of Reporting
Person (See
Instructions)
OO

* Represents shares directly held by Prism Partners, L.P. and Delta Growth Master Fund L.P. Delta Advisors, LLC is the general partner of Prism Partners, L.P. and Delta Growth Master Fund L.P.

Based on 12,427,280 shares of Common Stock outstanding as of August 11, 2017, as reported in the Issuer's
** Quarterly Report on Form 10-Q for the fiscal quarter ended June 27, 2017, filed with the Securities and Exchange Commission on August 11, 2017.

CUSIP

No. Page 7 of 24
382140879

Name of
1 Reporting Person:
**Prism Offshore
Fund, Ltd.**

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)
(a)
(b)

3 SEC Use Only

Source of Funds
4 (See Instructions):
WC

Check if
Disclosure of
5 Legal Proceedings
Is Required
Pursuant to Items
2(d) or (2)

Citizenship or
Place of
6 Organization
Cayman Islands

Number
of
Shares
Beneficially
Owned, Sole Voting
7 Power
by 0
Each
Reporting
Person
With

8 Shared Voting
Power

901,586

9 Sole
Dispositive
Power
0

10 Shared
Dispositive
Power
901,586

11 Aggregate
Amount
Beneficially
Owned by Each
Reporting Person
901,586

12 Check if the
Aggregate
Amount in Row
(11) Excludes
Certain Shares
(See Instructions)

13 Percent of Class
Represented by
Amount in Row
(11)
7.3%*

14 Type of Reporting
Person (See
Instructions)
CO

Based on 12,427,280 shares of Common Stock outstanding as of August 11, 2017, as reported in the Issuer's
*Quarterly Report on Form 10-Q for the fiscal quarter ended June 27, 2017, filed with the Securities and Exchange
Commission on August 11, 2017.

CUSIP

No. Page 8 of 24
382140879

Name of

1 Reporting Person:
Charles Jobson

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)

(a)
(b)

3 SEC Use Only

Source of Funds
4 (See Instructions):
AF

Check if
Disclosure of
5 Legal Proceedings
Is Required
Pursuant to Items
2(d) or (2)

Citizenship or
6 Place of
Organization
United States

Number
of
Shares
Beneficially
Owned Sole Voting
by 7 Power
Each 0
Reporting
Person
With

8 Shared Voting
Power

2,271,226*

9 Sole
Dispositive
Power
0

10 Shared
Dispositive
Power
2,271,226*

11 Aggregate
Amount
Beneficially
Owned by Each
Reporting Person
2,271,226*

12 Check if the
Aggregate
Amount in Row
(11) Excludes
Certain Shares
(See Instructions)

13 Percent of Class
Represented by
Amount in Row
(11)
18.3**

14 Type of Reporting
Person (See
Instructions)
IN

Represents 1,363,440 shares held by Prism Partners, L.P., 907,786 shares held by Prism Offshored Fund, Ltd., and 6,200 shares held by Delta Growth Master Fund L.P. Delta Advisors, LLC is the general partner of Prism Partners, L.P. and Delta Growth Master Fund L.P. Delta Partners, LP is the investment manager of Prism Offshore Fund, Ltd. Delta Partners GP, LLC is the general partner of Delta Partners, LP. Charles Jobson is the managing member of Delta Advisors, LLC and Delta Partners GP, LLC.

Based on 12,427,280 shares of Common Stock outstanding as of August 11, 2017, as reported in the Issuer's
** Quarterly Report on Form 10-Q for the fiscal quarter ended June 27, 2017, filed with the Securities and Exchange Commission on August 11, 2017.

CUSIP

No. Page 9 of 24
382140879

Name of

1 Reporting Person:
REIT Redux LP

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)

(a)
(b)

3 SEC Use Only

Source of Funds
4 (See Instructions):
OO

Check if
Disclosure of
5 Legal Proceedings
Is Required
Pursuant to Items
2(d) or (2)

Citizenship or
6 Place of
Organization
Delaware

Number
of
Shares
Beneficially
Owned Sole Voting
by 7 Power
Each 440,000
Reporting
Person
With

8 Shared Voting
Power

0

9 Sole
Dispositive
Power
440,000

10 Shared
Dispositive
Power
0

11 Aggregate
Amount
Beneficially
Owned by Each
Reporting Person
440,000

12 Check if the
Aggregate
Amount in Row
(11) Excludes
Certain Shares
(See Instructions)

13 Percent of Class
Represented by
Amount in Row
(11)
3.5%*

14 Type of Reporting
Person (See
Instructions)
PN

Based on 12,427,280 shares of Common Stock outstanding as of August 11, 2017, as reported in the Issuer's
*Quarterly Report on Form 10-Q for the fiscal quarter ended June 27, 2017, filed with the Securities and Exchange
Commission on August 11, 2017.

CUSIP

No. Page 10 of 24
382140879

Name of
Reporting

1 Person:

**REIT Redux
GP, LLC**

Check the
Appropriate Box
2 if a Member of a
Group (See
Instructions)

(a)
(b)

3 SEC Use Only

Source of Funds
(See
4 Instructions):
AF

Check if
Disclosure of
Legal

5 Proceedings Is
Required
Pursuant to
Items 2(d) or (2)

Citizenship or
Place of
6 Organization
Delaware

Number
of
Shares
Beneficially
Owned ~~Sole Voting~~
by ~~Power~~
Each 0
Reporting
Person
With

8 Shared Voting
Power
440,000

9 Sole
Dispositive
Power
0

10 Shared
Dispositive
Power
440,000

11 Aggregate
Amount
Beneficially
Owned by Each
Reporting Person
440,000

12 Check if the
Aggregate
Amount in Row
(11) Excludes
Certain Shares
(See
Instructions)

13 Percent of Class
Represented by
Amount in Row
(11)
3.6%*

14 Type of
Reporting Person
(See Instru