FORM 4

# **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL								
OMB Number: 3235-028								
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hours per response:								

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*  LACY ALAN J				<u>Dav</u>	2. Issuer Name and Ticker or Trading Symbol  Dave & Buster's Entertainment, Inc. [ PLAY]								5. Relationship of Rep (Check all applicable) X Director			10% Ov		Owner
(Last) (First) (Middle) 2481 MANANA DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 04/05/2017									Office below	r (give title	ve title Otl bel		r (specify v)
(Street) DALLAS TX 75220			4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting					
(City)	(SI	ate) (	Zip)		Person													
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
, , ,		2. Transaction Date (Month/Day/Yea	2A. Deeme Execution r) if any (Month/Da		Date	`   c₀	Transaction Code (Instr.		4. Securities Disposed Of	red (A) or str. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
							de	v .	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		(111501. +)		(Instr. 4)	
Common Stock			04/05/2017				M		14,702	A	\$4.44		55,485			D		
Common Stock		04/05/2017					S		14,702	D	\$60.3658(1)		40,783			D		
Common Stock			04/06/2017				M		10,298	A	\$4.44		51,081			D		
Common Stock		04/06/2017				S		10,298	D	\$59.9044(2)		40,783			D			
Common Stock													131,	131,238		I	Alan J. Lacy Irrevocable Qualified Annuity Trust No. 2016-3	
		Ta	able II - Deriva (e.g., p							sposed o				Owned				
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. 5. Num Transaction of Code (Instr. 8) Derivat Securit Acquir (A) or Dispos of (D) (Instr. and 5)		vative urities uired or oosed o) tr. 3, 4	Expi	ate Exe ration nth/Day		7. Title and Amount of Securities Underlying Derivative Security (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. Ownersh Form: Direct (D or Indire (I) (Instr. 4)	Beneficial Ownership	
				Code	v	(A)	(D)	Date Exer		Expiration Date	Title	Amo or Num of Shar	ber	er				
Stock Option (Right to Buy)	\$4.44	04/05/2017		M			14,702	2 (3)		06/01/2020	Commo		702	\$0.00	132,464		D	
Stock Option (Right to Buy)	\$4.44	04/06/2017		M	M 1		10,298	8 (3)		06/01/2020	Commo		298	\$0.00	122,166 Е		D	

# Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. These shares were sold to multiple transactions at prices ranging from \$60.200 to \$60.500, inclusive. The reporting person undertakes to provide to Dave & Buster's Entertainment, Inc., any security holder of Dave & Buster's Entertainment, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold to multiple transactions at prices ranging from \$59.690 to \$60.000, inclusive. The reporting person undertakes to provide to Dave & Buster's Entertainment, Inc., any security holder of Dave & Buster's Entertainment, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.
- 3. All of the shares subject to the option have previously vested.

#### Remarks:

## Jay L. Tobin, Attorney-in-Fact 04/07/2017

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.