

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <b>MORRIS CHRISTOPHER DANIEL</b>			2. Issuer Name and Ticker or Trading Symbol <b>Dave &amp; Buster's Entertainment, Inc. [ PLAY ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Executive Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>06/29/2022</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
1221 S. BELT LINE RD., SUITE 500			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <b>COPELL TX 75019</b>								
(City) (State) (Zip)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/29/2022		A		14,806	A	\$0.00	14,806	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	(1)	06/29/2022		A	98,706		(1)	(1)	Common Stock	98,706 <sup>(1)</sup>	\$33.77 <sup>(1)</sup>	98,706	D	
Stock Option (Right to Buy)	(2)	06/29/2022		A	29,612		(2)	(2)	Common Stock	29,612 <sup>(2)</sup>	\$33.77 <sup>(2)</sup>	29,612	D	
Performance Stock Units	(3)	06/29/2022		A	157,931		(3)	(3)	Common Stock	157,931 <sup>(3)</sup>	\$0.00 <sup>(3)</sup>	157,931	D	
Performance Stock Units	(4)	06/29/2022		A	98,706		(4)	(4)	Common Stock	98,706 <sup>(4)</sup>	\$0.00 <sup>(4)</sup>	98,706	D	

**Explanation of Responses:**

- Vests in equal installments on June 29, 2022, 2023, 2024, 2025 and 2026.
- This grant is subject to Mr. Morris open market purchase of an aggregate of \$1 million in the Registrants common stock, par value \$0.01 per share (the "Common Stock") during an open trading window on or before October 14, 2022 (or the next available open trading window if the preceding trading windows are closed). Subject to the foregoing condition, the options vest in equal installments on June 29, 2022, 2023, 2024, 2025 and 2026.
- Represents the Target Achievable performance-based restricted stock units ("PSUs") for the five-year performance period from June 29, 2022 through June 29, 2027. The number of PSUs earned will equal to the Target Achievable PSUs if the Companys Common Stock share price is greater than or equal to \$67.54, based on the volume-weighted average price for the sixty (60) consecutive trading days ending on the June 29, 2027 ("Target Price"). Early vesting may occur upon achievement of the Target Price prior to June 29, 2027. Upon the 1st early achievement of the Target Price, 25% of the PSUs will vest 1 year after such date; 25% of the PSUs will vest on 2 years after such date; and 50% of the PSUs ("Remaining PSUs") will vest on June 29, 2027. Upon the 2nd early achievement of the Target Price, 50% of the Remaining PSUs will vest 1 year after such date; and 50% of the Remaining PSUs will vest on 2 years after such date. No early vesting shall occur later than June 29, 2027.
- Represents the Target Achievable performance-based restricted stock units ("PSUs") for the five-year performance period from June 29, 2022 through June 29, 2027. The number of PSUs earned will equal to the Target Achievable PSUs if the Companys Common Stock share price is greater than or equal to \$101.31, based on the volume-weighted average price for the sixty (60) consecutive trading days ending on the June 29, 2027 ("Target Price"). Early vesting may occur upon achievement of the Target Price prior to June 29, 2027. Upon the 1st early achievement of the Target Price, 25% of the PSUs will vest 1 year after such date; 25% of the PSUs will vest on 2 years after such date; and 50% of the PSUs ("Remaining PSUs") will vest on June 29, 2027. Upon the 2nd early achievement of the Target Price, 50% of the Remaining PSUs will vest 1 year after such date; and 50% of the Remaining PSUs will vest on 2 years after such date. No early vesting shall occur later than June 29, 2027.

**Remarks:**

Sherrri M. Smith, Attorney-in-Fact 07/05/2022

\*\* 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.

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