SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549

FORM 10-Q

X QUARTERLY REPORT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT FOR THE QUARTER ENDED NOVEMBER 3, 1996.

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES ACT OF 1934 FOR THE TRANSACTION PERIOD FROM _______ TO _______.

COMMISSION FILE NUMBER: 0-25858

DAVE & BUSTER'S, INC.
(Exact Name of Registrant as Specified in Its Charter)

MISSOURI	43-1532756
(State of Incorporation)	(I.R.S. Employer Identification No.)
2751 ELECTRONIC LANE DALLAS, TEXAS	75220
(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code:
(214) 357-9588

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No [ ]

The number of shares of the Registrant's common stock, $.01 par value, outstanding as of December 12, 1996 was 7,268,056 shares.

PART I. FINANCIAL INFORMATION

ITEM 1. CONSOLIDATED FINANCIAL STATEMENTS

DAVE & BUSTER'S, INC.
CONSOLIDATED STATEMENTS OF INCOME
(IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)
(UNAUDITED)

	13 Weeks Ended		39 Weeks Ended	
	November 3, 1996	October 29, 1995	November 3, 1996	October 29, 1995
Food and beverage revenues	$ 11,086	$ 6,261	$ 33,635	$ 19,202
Amusement and other revenues	9,010	5,459	27,823	16,640
Total revenues	20,096	11,720	61,458	35,842
Cost of revenues	4,187	2,395	12,678	7,343
Operating payroll and benefits	5,668	3,564	17,761	10,666
Other restaurant operating expenses	4,523	2,735	13,999	8,116
General and administrative expenses	1,216	1,135	3,888	2,902
Depreciation and amortization expense	1,381	847	3,992	2,375
Preopening cost amortization	767	--	1,983	--
Earn-out and special compensation	--	--	--	1,607
Total costs and expenses	17,742	10,676	54,301	33,009
Operating income	2,354	1,044	7,157	2,833
Interest (income) expense, net	(11)	61	(52)	98
Income before provision for income taxes	2,365	983	7,209	2,735
Provision for income taxes	946	414	2,953	1,155
Net income	$ 1,419	$ 569	$ 4,256	$ 1,580
Earnings per common share	$ 0.20	$ 0.10	$ 0.59	$ 0.30
Weighted average number of common shares outstanding	7,268	5,514	7,268	5,303

See accompanying notes to consolidated financial statements.

DAVE & BUSTER'S, INC.
CONSOLIDATED BALANCE SHEETS
(IN THOUSANDS, EXCEPT SHARE AND PER SHARE AMOUNTS)

ASSETS

	November 3, 1996 (unaudited)	February 4, 1996
Current assets:		
Cash and cash equivalents	$ 115	$ 4,325
Inventories	3,512	2,621
Prepaid expenses	632	360
Preopening costs	1,643	1,946
Other current assets	236	831
Total current assets	6,138	10,083
Property and equipment, net	73,561	56,384
Intangible assets:		
Goodwill, net of accumulated amortization of $646 and $361	9,015	9,300
Other	113	170
Other assets	234	264
Total Assets	$89,061	$76,201

LIABILITIES AND STOCKHOLDERS' EQUITY

	November 3, 1996 (unaudited)	February 4, 1996
Current liabilities:		
Accounts payable	$ 2,482	$ 2,456
Accrued liabilities	1,432	1,354
Deferred income taxes	598	639
Total current liabilities	4,512	4,449
Deferred income taxes	1,742	1,368
Other liabilities	625	876
Long-term debt	8,900	500
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, 10,000,000 authorized; none issued	--	--
Common stock, $0.01 par value, 50,000,000 authorized; 7,268,056 and 7,267,056 shares issued and outstanding as of November 3, 1996 and February 4, 1996, respectively	73	73
Paid in capital	66,999	66,981
Retained earnings	6,210	1,954
Total stockholders' equity	73,282	69,008
	$89,061	$76,201

See accompanying notes to consolidated financial statements.

DAVE & BUSTER'S, INC.
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
(IN THOUSANDS)
(UNAUDITED)

	Common Stock		Paid in	Retained	
	Shares	Amount	Capital	Earnings	Total
Balance, February 4, 1996	7,267	$73	$66,981	$1,954	$69,008
Issuance of common stock	1	--	18	--	18
Net income	--	--	--	4,256	4,256
Balance, November 3, 1996	7,268	$73	$66,999	$6,210	$73,282

See accompanying notes to consolidated financial statements.

DAVE & BUSTER'S, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(IN THOUSANDS)
(UNAUDITED)

	39 Weeks Ended November 3, 1996	39 Weeks Ended October 29, 1995
Cash flows from operating activities		
Net income	$ 4,256	$ 1,580
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation and amortization	5,975	2,375
Provision for deferred income taxes	333	232
Changes in assets and liabilities		
Inventories	(891)	(303)
Prepaid expenses	(272)	(203)
Preopening costs	(1,680)	(974)
Other assets	625	152
Accounts payable	27	1,142
Accrued liabilities	(452)	276
Other liabilities	279	439
Net cash provided by operating activities	8,200	4,716
Cash flows from investing activities		
Capital expenditures	(20,828)	(11,265)
Cash flows from financing activities		
Net transactions with Edison Brothers	--	(11,584)
Proceeds from issuance of common stock	18	24,916
Borrowings under long-term debt	9,700	16,000
Repayments of long-term debt	(1,300)	(15,500)
Net cash provided by financing activities	8,418	13,832
Cash provided (used)	(4,210)	7,283
Beginning cash and cash equivalents	4,325	1,233
Ending cash and cash equivalents	$ 115	$ 8,516

See accompanying notes to consolidated financial statements.

DAVE & BUSTER'S, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOVEMBER 3, 1996

(UNAUDITED)

NOTE 1: RESULTS OF OPERATIONS

The results of operations for the interim periods reported are not necessarily indicative of results to be expected for the year. The information furnished herein reflects all adjustments (consisting only of normal recurring adjustments) which are, in the opinion of management, necessary to present a fair statement of the results for the interim periods.

NOTE 2: BASIS OF PRESENTATION

The consolidated financial statements include the accounts of Dave & Buster's, Inc. (the "Company") and all wholly-owned subsidiaries. The primary business of the Company is the ownership and operation of restaurant/entertainment complexes (a "Complex") under the name "Dave & Buster's".

NOTE 3: EARNINGS PER COMMON SHARE

Earnings per common share are computed by dividing net income by the weighted average number of shares of common stock and dilutive options outstanding during the period. For the periods ended October 29, 1995 the weighted average number of shares outstanding is based on the assumption that 5,197,000 shares of common stock were outstanding prior to the completion in of a public offering of common stock for 2,070,000 shares. Primary and fully diluted earnings per share are not materially different for the interim periods presented.

NOTE 4: CONTINGENCIES

The Company is subject to certain legal proceedings and claims that arise in the ordinary course of its business. In the opinion of management, based on discussions with and advice of legal counsel, the amount of ultimate liability with respect to these actions will not materially affect the consolidated results of operations or financial condition of the Company.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

Results of Operations - 13 Weeks Ended November 3, 1996 Compared to 13 Weeks Ended October 29, 1995

Total revenues for the 13 weeks ended November 3, 1996 increased by 71.2% over the 13 weeks ended October 29, 1995. The increase in revenues was attributable to the Chicago locations which the Company opened in the fourth quarter of fiscal year 1995 and the Hollywood, Florida location which opened in the first quarter of fiscal year 1996. Eight stores were operating for the 13 weeks ended November 3, 1996 as compared to five for the 13 weeks ended October 29, 1995.

Cost of revenues, as a percentage of revenues, increased to 20.8% from 20.4% in the prior comparable period. The increase in cost of revenues was a result of a shift in revenue mix toward more food and beverage revenues. Operating payroll and benefits decreased to 28.2% from 30.4% in the prior comparable period. Operating payroll and benefits was lower due to decreased variable labor costs. Other operating expenses decreased to 22.5% compared to 23.3% in the prior comparable period. Other operating expenses were lower as a percentage of revenue in 1996 due to improved costs controls.

General and administrative costs, as a percentage of revenues, decreased to 6.1% compared to 9.7% for the comparable prior period. The percentage decrease is attributable to the leverage from increased revenues, lower operating costs and gain on sale of equipment.

Depreciation and amortization and preopening costs amortization, as a percentage of revenues, increased to 10.7% from 7.2% due to opening two locations in the Chicago market in the fourth quarter of 1995 and one location in Hollywood, Florida in the first quarter of 1996.

Results of Operations - 39 Weeks Ended November 3, 1996 Compared to 39 Weeks Ended October 29, 1995

Total revenues for the 39 weeks ended November 3, 1996 increased by 71.5% over the 39 weeks ended October 29, 1995. The increase in revenues was primarily attributable to the Chicago locations which the Company opened in the fourth quarter of fiscal year 1995 and the Hollywood, Florida location which opened in the first quarter of fiscal year 1996.

Cost of revenues, as a percentage of revenues, increased to 20.6% from 20.5% in the prior comparable period. Operating payroll and benefits decreased to 28.9% from 29.8% in the prior comparable period due to decreased variable labor costs. Other operating expenses increased to 22.8% compared to 22.6% in the prior comparable period. Other operating expenses were lower in 1995 due to a one time credit for rent related charges.

General and administrative costs increased $986,000 over the prior comparable period as a result of increased administrative payroll and related costs for new personnel and additional costs resulting from the Company operating as a public company. As a percentage of revenues, general and administrative expenses decreased to 6.3% compared to 8.1% for the comparable prior period. The percentage decrease is attributable to the leverage from increased revenues.

Depreciation and amortization and preopening costs amortization, as a percentage of revenues, increased to 9.7% from 6.6% due to opening two new locations in the Chicago market in the fourth quarter of 1995 and one location in Hollywood, Florida in the first quarter of 1996.

Liquidity and Capital Resources

Prior to June 29, 1995, the Company financed its capital expenditures and operations through cash flows from operations and advances from Edison Brothers. Subsequent to June 29, 1995, the Company has financed its capital expenditures and operations through cash flows from operations, draws under a line of credit agreement and a common stock offering.

Cash flows from operations increased to $8.2 million in the first 39 weeks of fiscal 1996 from $4.7 million in the first 39 weeks of fiscal 1995. This increase was due to the opening of one new store in Hollywood, Florida in the first fiscal quarter of 1996 and two new locations in the Chicago market in the fourth quarter of 1995.

The Company has a secured revolving line of credit which permits borrowing up to a maximum of $23,500,000. At the prime interest rate (8.25% at November 3, 1996). The line of credit is secured by various assets including land, buildings and personal property. At November 3, 1996, $14,500,000 was available. The line matures in September 1998. The line of credit has certain covenants which include financial covenants requiring debt to equity, tangible net worth, and current debt maturity levels.

In 1995, the Company completed a public offering of common stock for the sale of 2,070,000 shares at $15.00 per share for net proceeds of approximately $28,653,000, after deducting related offering costs.

The Company's plan is to open two new stores in fiscal 1996. One store opened in South Florida, in the Hollywood/Fort Lauderdale market on April 25, 1996. The other store in the White Flint Mall, North Bethesda, Maryland market will open later in fiscal 1996. In fiscal 1997, the Company's goal is to open three new stores. The Company estimates that its capital expenditures will be approximately $24.0 million and $31.0 million for 1996 and 1997, respectively. The Company intends to finance this development with cash flow from operations and the unused portion of the revolving line of credit described above.

"Safe Harbor" Statement Under the Private Securities Litigation Reform Act of 1995

Certain statements in this Form 10-Q constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors with may cause the actual results, performance or achievements of Dave & Buster's, Inc. to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following: general economic and business conditions; competition; development and operating costs; adverse publicity; consumer trial and frequency; availability, locations and terms of sites for complex development; quality of management; business abilities and judgment of personnel; availability of qualified personnel; food, labor and employee benefit costs; changes in, or the failure to comply with, government regulations; and other risks indicated in this filing.

PART II. OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits
27 Financial Data Schedule

(b) Reports on Form 8-K
No reports on Form 8-K were filed during the 13 weeks ended November 3, 1996.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DAVE & BUSTER'S, INC.

Dated: December 16, 1996	by /s/ David O. Corriveau David O. Corriveau Co-Chairman of the Board, Co-Chief Executive Officer and President
Dated: December 16, 1996	by: /s/ Charles Michel Charles Michel Vice President, Chief Financial Officer and Treasurer

EXHIBIT INDEX

Exhibit No.	Description
27	Financial Data Schedule

5

9-MOS
FEB-02-1997
NOV-03-1996
115
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