

CARROLS RESTAURANT GROUP, INC.

Form 4

November 28, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Accordino Daniel T

2. Issuer Name **and** Ticker or Trading
Symbol
CARROLS RESTAURANT
GROUP, INC. [TAST]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O CARROLS RESTAURANT
GROUP, INC., 968 JAMES
STREET

3. Date of Earliest Transaction
(Month/Day/Year)
11/23/2016

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO and President

(Street)
SYRACUSE, NY 13203

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(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)
Common Stock, \$0.01 par value	11/23/2016		S	7,800 D	\$ 13.75 1,083,840	D	
Common Stock, \$0.01 par value	11/23/2016		S	2,600 D	\$ 13.775 1,081,240	D	
Common Stock,	11/23/2016		S	1,000 D	\$ 13.8 1,080,240	D	

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\$0.01 par value							
Common Stock, \$0.01 par value	11/23/2016	S	1,100	D	\$ 13.825	1,079,140	D
Common Stock, \$0.01 par value	11/23/2016	S	1,900	D	\$ 13.85	1,077,240	D
Common Stock, \$0.01 par value	11/23/2016	S	6,400	D	\$ 13.875	1,070,840	D
Common Stock, \$0.01 par value	11/23/2016	S	500	D	\$ 13.9	1,070,340	D
Common Stock, \$0.01 par value	11/23/2016	S	100	D	\$ 13.925	1,070,240	D
Common Stock, \$0.01 par value	11/23/2016	S	1,600	D	\$ 13.95	1,068,640	D
Common Stock, \$0.01 par value	11/23/2016	S	700	D	\$ 13.975	1,067,940	D
Common Stock, \$0.01 par value	11/23/2016	S	200	D	\$ 14	1,067,740	D
Common Stock, \$0.01 par value	11/23/2016	S	900	D	\$ 14.025	1,066,840	D
Common Stock, \$0.01 par value	11/23/2016	S	200	D	\$ 14.05	1,066,640	D

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

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(9-02)

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Accordino Daniel T C/O CARROLS RESTAURANT GROUP, INC. 968 JAMES STREET SYRACUSE, NY 13203	X CEO and President

Signatures

/s/ Daniel Accordino 11/28/2016

Signature of Reporting Person Date

Explanation of Responses:

* 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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