

Coutee Benjamin T  
 Form 3  
 October 30, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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

(Print or Type Responses)

|   |          |                                      |  |  |
|---|----------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |          | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Coutee Benjamin T                       |          | (Month/Day/Year)                     | LUBYS INC [LUB]                                    |  |
| (Last)                                    | (First)  | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |          | 10/22/2018                           |  |  |
| 13111 NORTHWEST                           |          |                                      | (Check all applicable)                             |  |
| FREEWAY,Â 600                             |          |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
|   | (Street) |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| HOUSTON,Â TXÂ 77040                       |          |                                      | (give title below)                                 | (specify below)  |
| (City)                                    | (State)  | (Zip)                                | Chief Operating Officer                            | 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  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |  |   |  |
|------------------------------------|--|---|--|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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

|   |   |  |  |  |  |
|---|---|--|--|--|--|
| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|   | Date Exercisable  | Expiration Date  | Title  | Amount or Number of Shares   |  |

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(Instr. 5)

|   |                            |                   |              |        |         |   |   |
|---|----------------------------|-------------------|--------------|--------|---------|---|---|
| Employee Stock Option (Right to Buy)      | 04/20/2012 <sup>(1)</sup>  | 04/20/2021        | Common Stock | 8,000  | \$ 5.34 | D | Â |
| Employee Stock Option (Right to Buy)      | 11/15/2012 <sup>(2)</sup>  | 11/15/2021        | Common Stock | 4,664  | \$ 4.42 | D | Â |
| Employee Stock Option (Right to Buy)      | 11/15/2013 <sup>(3)</sup>  | 11/15/2018        | Common Stock | 12,862 | \$ 5.95 | D | Â |
| Employee Stock Option (Right to Buy)      | 01/23/2016 <sup>(4)</sup>  | 01/23/2025        | Common Stock | 58,994 | \$ 4.49 | D | Â |
| Non Qualified Stock Option (Right to Buy) | 01/23/2016 <sup>(5)</sup>  | 01/23/2025        | Common Stock | 22,973 | \$ 4.49 | D | Â |
| Employee Stock Option (Right to Buy)      | 11/11/2017 <sup>(6)</sup>  | 11/11/2025        | Common Stock | 3,269  | \$ 4.89 | D | Â |
| Non Qualified Stock Option (Right to Buy) | 11/11/2016 <sup>(7)</sup>  | 11/11/2025        | Common Stock | 22,773 | \$ 4.89 | D | Â |
| Employee Stock Option (Right to Buy)      | 11/30/2019 <sup>(8)</sup>  | 11/30/2026        | Common Stock | 5,293  | \$ 4.26 | D | Â |
| Non Qualified Stock Option (Right to Buy) | 11/30/2017 <sup>(9)</sup>  | 11/30/2026        | Common Stock | 15,881 | \$ 4.26 | D | Â |
| Employee Stock Option (Right to Buy)      | 12/08/2019 <sup>(10)</sup> | 11/30/2027        | Common Stock | 23,904 | \$ 2.82 | D | Â |
| Non Qualified Stock Option (Right to Buy) | 12/08/2018 <sup>(11)</sup> | 12/08/2027        | Common Stock | 23,905 | \$ 2.82 | D | Â |
| Restricted Stock Unit                     | 11/11/2018                 | Â <sup>(12)</sup> | Common Stock | 10,225 | \$ 4.89 | D | Â |
| Restricted Stock Unit                     | 11/30/2019                 | Â <sup>(13)</sup> | Common Stock | 8,803  | \$ 4.26 | D | Â |
| Restricted Stock Unit                     | 12/08/2020                 | Â <sup>(14)</sup> | Common Stock | 17,730 | \$ 2.82 | D | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| Coutee Benjamin T<br>13111 NORTHWEST FREEWAY<br>600<br>HOUSTON, TX 77040 | Â             | Â         | Â Chief Operating Officer | Â     |

## Signatures

Benjamin T  
Coutee

10/30/2018

    \*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) This option becomes exercisable as to one-fourth of the total number of each succeeding anniversary of the grant date. Thus this option becomes exercisable, beginning on the first anniversary of the grant date of 4/20/2011, as follows: 2,000 shares on 4/20/2012, 2,000 shares on 4/20/2013, 2,000 shares on 4/20/2014, and 2,000 shares on 4/20/2015.

(2) This option becomes exercisable as to one-fourth of the total number of each succeeding anniversary of the grant date. Thus this option becomes exercisable, beginning on the first anniversary of the grant date of 11/15/2011, as follows: 1,166 shares on 11/15/2012, 1,166 shares on 11/15/2013, 1,166 shares on 11/15/2014, and 1,166 shares on 11/15/2015.

(3) This option becomes exercisable as to one-fourth of the total number of each succeeding anniversary of the grant date. Thus this option becomes exercisable, beginning on the first anniversary of the grant date of 11/15/2012, as follows: 3,216 shares on 11/15/2013, 3,215 shares on 11/15/2014, 3,216 shares on 11/15/2015, and 3,215 shares on 11/15/2016.

(4) This option becomes exercisable, beginning on the first anniversary of the grant date of 01/23/2015, as follows: 18,011 on 01/23/2016, 20,491 on 01/23/2017, and 20,492 on 01/23/2018.

(5) This option becomes exercisable on 01/23/2016.

(6) This option becomes exercisable as follows: 1,635 on 11/11/2017 and 1,634 on 11/11/2018.

(7) This option becomes exercisable as follows: 13,021 on 11/11/2016, 4,876 on 11/11/2017, and 4,876 on 11/11/2018.

(8) This option becomes exercisable on 11/30/2019.

(9) This option becomes exercisable as follows: 10,587 on 11/30/2017 and 5,294 on 11/30/2018.

(10) This option becomes exercisable as follows: 11,952 on 12/08/2019 and 11,952 on 12/08/2020.

(11) This option becomes exercisable on 12/08/2018.

(12) The security fully vests at time granted and remains restricted until the earlier of 11/11/2018 or the date of the officer's resignation or retirement.

(13) The security fully vests at time granted and remains restricted until the earlier of 11/30/2019 or the date of the officer's resignation or retirement.

(14) The security fully vests at time granted and remains restricted until the earlier of 12/08/2020 or the date of the officer's resignation or retirement.

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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