Edgar Filing: Zoe's Kitchen, Inc. - Form 4

Zoe's Kitchen, I Form 4	nc.									
March 09, 2015	1								APPROVAL	
Washington, D.C. 20549								N OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 19							Estimated burden ho response.	Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5		
obligations may continue <i>See</i> Instruction 1(b).	Section 17((a) of the I	Public U	tility Hol	lding Con		of 1935 or Secti			
(Print or Type Resp	onses)									
1. Name and Address of Reporting Person <u>*</u> Besch James			2. Issuer Name and Ticker or Trading Symbol Zoe's Kitchen, Inc. [ZOES]			5. Relationship of Reporting Person(s) to Issuer				
(Last)					-	(Check all applicable)				
C/O ZOES KITCHEN, INC., 5760 STATE HIGHWAY 121, SUITE 250			(Month/Day/Year) 02/26/2015			Director X Officer (gi below)		9% Owner ther (specify		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
PLANO, TX 75	5024						Person		ceporting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	ally Owned	
	ransaction Date onth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	4. Securiti onAcquired (Disposed o (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price	(Instr. 3 and 4)			
Reminder: Report of	on a separate line	e for each cla	ass of sec	urities bene	Person inform require	ns who rest ation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 35.01	02/26/2015		А		13,000		<u>(1)</u>	02/26/2024	Common Stock	13,000
Report	ting Ow	ners									
				Rola	tion	rchine					

Reporting Owner Name / Address		Relation			
FB	Director	10% Owner	Officer	Other	
Besch James C/O ZOES KITCHEN, INC. 5760 STATE HIGHWAY 121, SUITE 250 PLANO, TX 75024			Controller		
Signatures					
/s/ Jason Morgan as Attorney-in-Fact for Jan Besch	nes	03/09/2015			
**Signature of Reporting Person		Date	e		

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).
- (1) These options were granted pursuant to the 2014 Omnibus Incentive Plan, and are exercisable in 25% cumulative annual increments beginning February 26, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.